

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP  
333 West Wacker Drive, Suite 2100  
Chicago, Illinois 60606  
(312) 407-0700  
John Wm. Butler, Jr. (JB 4711)  
John K. Lyons (JL 4951)  
Ron E. Meisler (RM 3026)

- and -

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP  
Four Times Square  
New York, New York 10036  
(212) 735-3000  
Kayalyn A. Marafioti (KM 9632)  
Thomas J. Matz (TM 5986)

Attorneys for Delphi Corporation, et al.,  
Debtors and Debtors-in-Possession

Delphi Legal Information Hotline:  
Toll Free: (800) 718-5305  
International: (248) 813-2698

Delphi Legal Information Website:  
<http://www.delphidocket.com>

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----	x	
	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	x	

EXHIBIT D-2  
CUSTOMER MATTERS (GM)  
4,178.2 HOURS

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Delphi Corporation (DIP)  
Customer Matters (GM)

Bill Date: 03/31/06  
Bill Number: 1108452

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	02/02/06	1.60	CONTINUE TO REVIEW GM CONTRACT MARKET PRICING PROJECT AND PLEADINGS (0.9); REVIEW REVISED GM DEAL TERMSHEET (0.7).
BUTLER, JR. J	02/03/06	0.20	CONFERENCE WITH S. MILLER AND D. SHERBIN RE: GM NEW BUSINESS AWARDS (0.2).
BUTLER, JR. J	02/04/06	1.20	CONTINUE TO REVIEW AND COMMENT ON GM DEAL TERMSHEET (1.2).
BUTLER, JR. J	02/07/06	1.20	REVIEW MATERIALS FOR GM MEETING (0.3); REVIEW RESULTS OF GM MEETING AND NEXT STEPS (0.2); CONTINUE TO REVIEW GM CONTRACT REJECTION PROJECT AND PLEADINGS (0.7).
BUTLER, JR. J	02/08/06	0.60	PREPARE FOR FEBRUARY 9TH MEETING WITH GM INCLUDING REVIEW OF MATERIALS (0.6).
BUTLER, JR. J	02/09/06	7.60	REVIEW MATERIALS FOR GM MEETING (0.6); PREPARE FOR (0.4) AND PARTICIPATE IN (2.5) STRATEGY MEETING WITH S. MILLER, R. O'NEAL, D. WOHLLEN, K. BUTLER AND D. RESNICK; PREPARE FOR (0.6) AND PARTICIPATE IN (1.9) MEETING WITH SENIOR DELPHI AND GM REPRESENTATIVES; ATTEND POST-MEETING CONFERENCE WITH D. RESNICK AND S. CORCORAN (1.2); CONTINUE TO REVIEW GM CONTRACT REJECTION PROJECT AND PLEADINGS (0.4).
BUTLER, JR. J	02/10/06	0.90	FOLLOW-UP ON FEBRUARY 9TH GM MEETING (0.4); CONTINUE TO REVIEW GM CONTRACT REJECTION PROJECT AND PLEADINGS (0.5).
BUTLER, JR. J	02/11/06	1.10	REVIEW LOSS AND EXPIRING CONTRACTS STRATEGIC MATERIALS (0.7); CONTINUE TO REVIEW PLEADINGS (0.4).
BUTLER, JR. J	02/13/06	1.50	CONTINUE TO REVIEW AND REVISE LOSS AND EXPIRING CONTRACTS STRATEGIC MATERIALS (0.9); CONTINUE TO REVIEW PLEADINGS (0.6).
BUTLER, JR. J	02/16/06	0.80	PREPARE FOR FEBRUARY 17TH MEETING WITH SENIOR DELPHI AND GM REPRESENTATIVES AT COMPANY IN TROY (0.8).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

BUTLER, JR. J	02/17/06	4.20	REVIEW MATERIALS FOR GM MEETING (0.8); PREPARE FOR (1.0) AND PARTICIPATE IN (2.0) MEETING WITH SENIOR DELPHI AND GM REPRESENTATIVES AT COMPANY IN TROY; POST-MEETING STRATEGY DISCUSSION WITH S. MILLER, D. WOHLLEN AND B. DELLINGER (0.4).
BUTLER, JR. J	02/20/06	1.10	PREPARE FOR (0.3) AND PARTICIPATE IN (0.8) RECAP AND STRATEGY MEETING RE GM DISCUSSIONS WITH SENIOR MANAGEMENT AT COMPANY IN TROY.
BUTLER, JR. J	02/21/06	0.90	REVIEW STATUS AND OPEN PLANNING ISSUES RE CONTRACT REJECTION/EXPIRING CONTRACT REPRICING STRATEGY AND NEXT STEPS (0.6); DRAFT LEGEND FOR INFORMATION SHARING MATERIALS WITH GM RE TRANSFORMATION PLANS (0.3).
BUTLER, JR. J	02/24/06	0.90	EMAIL FROM R. ROSENBERG RE GM MEDIATED SETTLEMENT AND UCC REQUEST FOR INFORMATION (0.2); REVIEW DIP ORDER RE GM SETOFF PROCEDURES AND RELATED MATTERS (0.4); EMAILS FROM/TO WORKING GROUP RE SAME (0.3).
BUTLER, JR. J	02/27/06	3.20	PREPARE FOR (1.3) AND ATTEND (1.9) MEETING BETWEEN DELPHI AND GM SENIOR LEADERSHIP IN TROY.
BUTLER, JR. J	02/28/06	1.10	CONTINUE TO WORK ON GM NEGOTIATIONS INCLUDING MEETING WITH DELPHI SENIOR MANAGEMENT TEAM AT COMPANY IN DETROIT (0.8); EMAIL FROM R. O'NEAL AND FOLLOW-UP ON WARRANTY ISSUES (0.3).
		<b>28.10</b>	
COCHRAN EL	02/01/06	3.90	TELECONFERENCE WITH D. WOHLLEN, S. CORCORAN, A. PASCHARA, B. SHAW RE: TERM SHEET (1.8); REVISED TERM SHEET (2.1).
COCHRAN EL	02/02/06	10.60	TELECONFERENCE WITH D. WOHLLEN, S. CORCORAN, A. PASCHARA, B. SHAW, D. RESNICK RE: TERM SHEET (2.7); REDRAFT TERM SHEET (3.4); TELECONFERENCE WITH D. WOHLLEN, S. CORCORAN, A. PASCHARA, B. SHAW, D. RESNICK RE: REVISED TERM SHEET (2.4); REDRAFT TERM SHEET (2.1).
COCHRAN EL	02/03/06	7.20	MEETING WITH D. WOHLLEN, S. CORCORAN, A. PASCHARA, B. SHAW, D. RESNICK RE: TERM SHEET (2.7); REDRAFT TERM SHEET (4.5).
COCHRAN EL	02/04/06	7.00	CALL ON GM TERM SHEET WITH D. WOHLLEN, A. PASRICHIA, S. CORCORAN, (3.6); REDRAFTED TERM SHEET BASED ON CALL (3.4).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

COCHRAN EL	02/07/06	7.80	MEETING AT WG&M RE: TERM SHEET WITH D. WOHLLEN, A. PASRICAH, S. CORCORAN, D. RESNICK, B. SHAW AND GM REPRESENTATIVES (3.7); PREPARED FOR GM MEETING (2.1); PREPARED COMPARISON OF TERM SHEETS (2.0).
COCHRAN EL	02/08/06	5.30	PREPARED REVISIONS TO COMPARISON OF TERM SHEET (1.8); TELECONFERENCE ON GM NEGOTIATORS WITH D. WOHLLEN, S. CORCORAN, A. PASRICHA, D. RESNICK (2.1); PREPARED LIST RE: POSSIBLE CONDITIONS (1.4).
COCHRAN EL	02/09/06	8.30	REVISED PROPOSED CONDITIONS FOR GM DISCUSSION (1.8); PARTICIPATED IN CALL WITH GM AND DELPHI (D. WOHLLEN, A. PASRICHA, S. CORCORAN) (5.2); REVIEW ISSUES FOLLOWING SENIOR LEVEL GM/DELPHI CALL (1.3).
COCHRAN EL	02/10/06	0.80	REVIEW COMPARISON CHART (0.8).
COCHRAN EL	02/11/06	0.80	REVIEW GM MATERIAL (0.8).
COCHRAN EL	02/16/06	1.20	REVIEW GM ISSUES RELATING TO CONSENSUAL TRANSACTION (1.2).
COCHRAN EL	02/23/06	0.80	PREPARED SLIDES FOR GM MEETING (0.8).
COCHRAN EL	02/24/06	1.30	REVIEW GM ISSUES (1.3).
		<b>55.00</b>	
LYONS JK	02/23/06	1.00	DEVELOP GM STRATEGIES RE: NILES PRICE INCREASE AND CONFERENCE WITH S. CORCORAN (1.0).
		<b>1.00</b>	
MARAFIOTI KA	02/01/06	5.60	CORRESPONDENCE RE: GM (0.2); TELECONFERENCE WITH GROOM, ROTHSCHILD, F. KUPLICKI, B. SAX, S. CORCORAN, A. PASRICHA, D. WOHLLEN, AND T. RICHARDS RE: GM (1.8); ANALYZE LOSS CONTRACT ISSUES (0.6); REVIEW ROTHSCHILD COMMENTS TO TERM SHEET AND PLEADINGS (0.2); WORK ON LOSS CONTRACT REJECTION MOTION (2.8).
MARAFIOTI KA	02/02/06	4.00	TELECONFERENCE WITH D. WOHLLEN, A. PASRICHA, T. RICHARDS AND MEETING WITH S. CORCORAN, K. CRAFT, D. RESNICK AND B. SHAW RE: GM (1.7); CONFERRED WITH CORCORAN RE: GM ISSUES (0.3); WORK ON TERM SHEET WITH GM AND TELECONFERENCE WITH WOHLLEN, RICHAFRD RESNICK, CORCORAN, AND PASRICHA RE: SAME (2.0).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

MARAFIOTI KA	02/03/06	4.60	MEETING WITH S. CORCORAN RE: EXECUTORY CONTRACT DUE DILIGENCE (0.5); MEETING WITH CORCORAN AND TELECONFERENCE WITH D. WOHLLEN, A. PASRICHA, T. RICHARDS, D. RESNICK, B. SHAW RE: GM (2.3); CONFERRED WITH R. EISENBERG RE: LOSS CONTRACT ISSUES (0.2); RESEARCH RELATED TO TERM SHEET (1.2) AND CORRESPONDENCE RE: SAME (0.4).
MARAFIOTI KA	02/04/06	2.60	TELECONFERENCE WITH D. WOHLLEN, A. PASRICHA, T. RICHARDS, S. CORCORAN, B. SHAW RE: DTM PRESENTATION RE: GM TERM SHEET AND SUBSTANCE OF TERM SHEET (2.6).
MARAFIOTI KA	02/06/06	0.90	TELECONFERENCE WITH CLIENT AND FTI RE: GM LOSS CONTRACTS (0.9).
MARAFIOTI KA	02/07/06	8.30	MEETING WITH D. WOHLLEN, A. PASRICHA, T. RICHARDS, D. RESNICK, B. SHAW IN PREPARATION FOR GM MEETING AND REVISE DRAFT TERM SHEET (2.1); MEETINGS WITH GM, DELPHI, GREENHILL, ROTHSCHILD, WEIL GOTSHAL RE: TERM SHEET (5.1); ANALYZE ISSUES RE: EXPIRING CONTRACTS (0.6); CORRESPONDENCE RE: SAME (0.4); TELECONFERENCE WITH B. ROSENBERG RE: TERM SHEET (0.1).
MARAFIOTI KA	02/08/06	6.50	TELECONFERENCE WITH D. WOHLLEN, A. PASRICHA, S. SALRIN, B. SHAW RE: GM TERM SHEET (0.5); WORK ON COMPARISON OF GM AND DELPHI TERM SHEETS (0.5); REVIEWED ANALYSIS OF EXPIRING CONTRACTS (0.3); PREPARE FOR AND PARTICIPATE IN TELECONFERENCE WITH S. CORCORAN, D. BERGNER, M. KEITEL, T. RICHARDS RE: CONTRACTS (1.8); TELECONFERENCE WITH ROTHSCHILD, WOHLLEN, CORCORAN, PASRICHA, AND OTHERS RE: GM TERM SHEET AND STRATEGY (1.3); PREPARE FOR (0.6) AND PARTICIPATE IN (1.5) TELECONFERENCE WITH CORCORAN, PASRICHA, RICHARDS RE: EXPIRING CONTRACTS.
MARAFIOTI KA	02/09/06	3.50	CORRESPONDENCE RE: GM MATTERS (0.5); WORK ON COMPARISON OF GM AND DELPHI TERM SHEETS (0.5); DID RESEARCH RE: CONTRACT REJECTION ISSUES (0.6); TELECONFERENCE WITH R. EISENBERG RE: LOSS CONTRACTS (0.2); MEETING WITH D. RESNICK, TELECONFERENCE WITH S. CORCORAN RE: GM MEETING AND STRATEGY (0.9); FILE REVIEW (0.8).
MARAFIOTI KA	02/11/06	0.30	REVIEW DTM SLIDES RE: GM (0.3).
MARAFIOTI KA	02/12/06	0.90	REVIEW AND REVISE SLIDES FOR DTM AND BOARD MEETING (0.7) AND CORRESPONDENCE RE: SAME (0.2).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

MARAFIOTI KA	02/13/06	2.90	REVIEW CORRESPONDENCE RE: GM (0.1); DEVELOP GM STRATEGY (0.6); CONFERRED WITH S. CORCORAN (0.2); REVIEW AND REVISE SLIDES FOR BOARD PRESENTATION (0.8); WORK ON LOSS CONTRACT REJECTION MOTION (1.2).
MARAFIOTI KA	02/14/06	0.50	REVIW GM LOSS CONTRACT MOTION (0.3) AND ORDER (0.2).
MARAFIOTI KA	02/17/06	0.70	TELECONFERENCE WITH J. GUGLIELMO RE: LOSS CONTRACT ISSUES (0.3); OTHER COMMUNICATIONS WITH FTI RE: SAME (0.1); OTHER CORRESPONDENCE RE: SAME (0.3).
MARAFIOTI KA	02/20/06	0.90	DEVELOP STRATEGY RE: LOSS CONTRACTS (0.7); CORRESPONDENCE RE: SAME (0.2).
MARAFIOTI KA	02/21/06	1.20	TELECONFERENCE WITH D. WOHLLEN, S. CORCORAN, T. RICHARDS, K. CRAFT, A. PASRICHA, AND B. DELLINGER RE: GM ISSUES (1.2).
MARAFIOTI KA	02/22/06	1.70	TELECONFERENCE WITH S. CORCORAN, K. CRAFT, A. PASRICHA, B. DELLINGER, S. DANIELS, B. CARUSO RE: GM LOSS CONTRACTS (0.4); FOLLOW UP RE: SAME (0.4); TELECONFERENCE WITH PASRICHA, CORCORAN, DELLINGER, WOHLLEN, CRAFT RE: GM EXPRING CONTRACTS (0.9).
MARAFIOTI KA	02/23/06	0.90	TELECONFERENCE WITH S. CORCORAN RE: GM SETOFF (0.2); ANALYZE NILES SITUATION (0.2); ANALYZE OTHER GM SETOFF ISSUES (0.5).
MARAFIOTI KA	02/24/06	1.70	WORK ON LETTER TO NILES (0.3); ANALYZE GM ISSUES IN CONNECTION WITH NILES SITUATION (0.4); REVIEWED DIP ORDER RE: GM SETOFF (0.5); CORRESPONDENCE RE: SAME (0.5).
MARAFIOTI KA	02/27/06	0.80	TELECONFERENCE WITH R. EISENBERG RE: LOSS CONTRACTS (0.2); REVISE GM SLIDES FOR DTM (0.3); REVIEW GM SLIDES FOR COMMITTEE PRESENTATION (0.1); SECOND TELECONFERENCE WITH EISENBERG (0.2).

**48.50**

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

SPRINGER DE	02/06/06	2.60	PREPARE FOR AND PARTICIPATE IN WORKING GROUP CONFERENCE CALL RE: LOSS CONTRACTS MOTION (1.5); REVIEW LOSS CONTRACT MATERIALS (1.1).
SPRINGER DE	02/07/06	0.30	TELECONFERENCES WITH R. EISENBERG RE: LOSS CONTRACTS ISSUES (0.3).
SPRINGER DE	02/11/06	1.10	REVIEW AND COMMENT ON BOARD PRESENTATION ON LOSS CONTRACTS MOTION (0.7); TELECONFERENCE WITH D. SHIVAKUMAR RE: BOARD PRESENTATION (0.4).
SPRINGER DE	02/12/06	2.90	REVIEW AND COMMENT ON BOARD AND DTM PRESENTATIONS ON LOSS CONTRACTS MOTION AND EXPIRING CONTRACTS (0.5); TELECONFERENCE WITH SENIOR WORKING GROUP RE: DTM AND BOARD PRESENTATIONS ON LOSS CONTRACTS MOTION AND EXPIRING CONTRACTS (2.4).
SPRINGER DE	02/13/06	4.20	REVIEW LOSS CONTRACT MOTION AND SUPPORTING DECLARATIONS (1.2); CONFERENCE WITH D. SHIVAKUMAR RE: LOSS CONTRACT MOTION, EXPIRING CONTRACTS, AND RELATED MATTERS (0.5); REVIEW AND COMMENT LOSS CONTRACTS MOTION AND SUPPORTING DECLARATIONS (2.5); TELECONFERENCES WITH WORKING GROUP RE: LOSS CONTRACTS AND EXPIRING CONTRACTS ISSUES (1.1); REVIEW AND REVISE LOSS CONTRACTS ORDER (0.6).
SPRINGER DE	02/15/06	4.50	TELECONFERENCE WITH R. EISENBERG AND B. CARUSO RE: LOSS CONTRACTS ISSUES AND MOTION (0.5); REVIEW AND COMMENT EISENBERG DECLARATION (0.9) CONFERENCE WITH D. SHIVAKUMAR RE: LOSS CONTRACT MOTION AND DECLARATION (0.4); REVIEW BOARD MINUTES FOR PRODUCTION TO APPALOOSA (0.7); DRAFT LETTER TO GM RE: EXPIRING CONTRACTS (0.8); CONFERENCES RE: EXPIRING AND LOSS CONTRACTS (1.2).
SPRINGER DE	02/21/06	2.00	PREPARATION FOR AND TELECONFERENCE WITH SENIOR WORKING GROUP RE: EXPIRED AND EXPIRING CONTRACTS (2.0).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

SPRINGER DE	02/22/06	5.40	TELECONFERENCES WITH B. CARUSO AND D. SHIVAKUMAR RE: LOSS CONTRACT ISSUES (0.5); TELECONFERENCES WITH S. CORCORAN RE: LOSS CONTRACTS ISSUES (0.6); TELECONFERENCE WITH SENIOR WORKING GROUP RE: LOSS CONTRACT ISSUES (0.9); TELECONFERENCE WITH SENIOR WORKING GROUP RE: EXPIRED/EXPIRING CONTRACT ISSUES (1.3); REVIEW AND REVISE MEMORANDUM RE: EXPIRED/EXPIRING CONTRACTS APPROACH (0.5); LEGAL RESEARCH RE: LOSS CONTRACTS AND EXPIRED AND EXPIRING QUESTIONS (1.6).
SPRINGER DE	02/23/06	1.80	REVIEW AND REVISE MEMORANDUM AND PRESENTATION MODULE RE: LOSS CONTRACTS AND EXPIRED AND EXPIRING CONTRACTS (1.1); CONFERENCES WITH D. SHIVAKUMAR RE: LOSS AND EXPIRED/EXPIRING CONTRACTS ISSUES (0.7).
		24.80	
<b>Total Partner</b>		157.40	
SHIVAKUMAR D	02/01/06	6.90	MEETING WITH EXECUTORY CONTRACT WORKING GROUP TO REVIEW DATA RELATING TO POTENTIAL REJECTION MOTION (1.4); ANALYZE DATA AND DOCUMENTS RELATING TO UNPROFITABLE EXECUTORY CONTRACTS AND EXPIRING CONTRACTS (3.7); DEVELOP STRATEGY FOR DUE DILIGENCE OF EXECUTORY CONTRACTS (0.8); MEETING WITH S. DANIELS TO DEVELOP STRATEGY FOR EXECUTORY AND EXPIRED CONTRACT DUE DILIGENCE (1.0).
SHIVAKUMAR D	02/02/06	5.30	REVISE DRAFT OF MOTION TO REJECT EXECUTORY CONTRACTS IN LIGHT OF WORKING GROUP COMMENTS (4.1); ASSESS PROGRESS ON DUE DILIGENCE OF EXECUTORY AND EXPIRING CONTRACTS (0.5); COMMUNICATIONS WITH WORKING GROUP TO ANALYZE STRATEGY FOR COMPLETING DUE DILIGENCE OF EXECUTORY CONTRACTS (0.7).



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

SHIVAKUMAR D	02/03/06	9.70	ANALYZE DATA RE: PROFITABILITY OF PRODUCTS (0.7); TELECONFERENCE WITH WORKING GROUP TO ANALYZE STRATEGIC OPTIONS WITH RESPECT TO POTENTIAL REJECTION OF EXECUTORY CONTRACTS (0.6); DISCUSSION OF STRATEGY GOVERNING THE REVIEW OF EXECUTORY CONTRACTS (0.4); TELECONFERENCE WITH S. DANIELS AND RESTRUCTURING ADVISORS TO DISCUSS PROFITABILITY OF EXECUTORY CONTRACTS IN CONNECTION WITH PREPARATION OF POTENTIAL EXECUTORY CONTRACT REJECTION MOTION (1.1); TELECONFERENCE WITH RESTRUCTURING ADVISORS TO REVIEW DATA IN SUPPORT OF POTENTIAL EXECUTORY CONTRACT REJECTION MOTION (0.7); REVIEW AND ANALYSIS OF CORRESPONDENCE RELATING TO EXPIRED/EXPIRING CONTRACTS (1.3); REVIEW AND ANALYSIS OF FINANCIAL DATA IN CONNECTION WITH REVISIONS TO POTENTIAL EXECUTORY CONTRACT REJECTION MOTION (1.0); REVIEW AND ANALYSIS OF INTERNAL DOCUMENTS RELATING TO POTENTIAL EXECUTORY CONTRACT REJECTION MOTION (1.8); REVISIONS TO POTENTIAL LOSS CONTRACT REJECTION MOTION (1.5); SUPERVISE PROGRESS ON DUE DILIGENCE OF EXECUTORY CONTRACTS (0.6).
SHIVAKUMAR D	02/04/06	6.20	MEETING WITH RESTRUCTURING ADVISORS TO ANALYZE SUMMARY OF PROFITABILITY REVIEW OF PRODUCTS RELATING TO EXECUTORY CONTRACTS (1.2); RESEARCH IN SUPPORT OF POTENTIAL EXECUTORY CONTRACT REJECTION MOTION (3.7); MEETING WITH WORKING GROUP MEMBERS TO ANALYZE PROGRESS IN EXECUTORY CONTRACT DUE DILIGENCE AND STRATEGY FOR COMPLETION OF DUE DILIGENCE (1.3).
SHIVAKUMAR D	02/05/06	4.40	ANALYSIS OF DRAFT OF POTENTIAL MOTION TO REJECT LABOR CONTRACTS (1.3); TELECONFERENCE WITH LABOR WORKING GROUP TO ANALYZE DRAFT MOTION (1.7); REVIEW OF TERMS AND CONDITIONS GOVERNING EXECUTORY CONTRACTS AND 1999 SUPPLY AGREEMENTS (1.4).
SHIVAKUMAR D	02/06/06	11.20	TELECONFERENCES WITH WORKING GROUP TO ANALYZE UNPROFITABLE CONTRACTS (1.7); DRAFT PAPERS IN SUPPORT OF POTENTIAL CONTRACT REJECTION MOTION (5.4); ANALYZE TERMS AND CONDITIONS RELATING TO VARIOUS TYPES OF EXECUTORY CONTRACTS (2.5); ANALYSIS OF CORRESPONDENCE RELATING TO EXPIRING CONTRACTS (1.6).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

SHIVAKUMAR D	02/07/06	10.50	RESEARCH RE: WHETHER CERTAIN CONTRACTS ARE EXECUTORY (1.3); ANALYSIS OF TERMS OF VARIOUS CONTRACTS (1.0); DRAFT AND REVIEW PRESENTATIONS RE: STRATEGY FOR EXECUTORY CONTRACTS (1.2); REVISE DRAFT OF POTENTIAL MOTION TO REJECT EXECUTORY CONTRACTS IN LIGHT OF ADDITIONAL FINANCIAL ANALYSIS AND DATA (3.3); TELECONFERENCE TO DISCUSS DECLARATION IN SUPPORT OF POTENTIAL EXECUTORY CONTRACT REJECTION MOTION (0.8); REVIEW AND EDIT SUMMARY OF FINANCIAL ANALYSIS OF EXECUTORY CONTRACTS (1.5); TELECONFERENCE AND CORRESPONDENCE WITH WORKING GROUP RE: EXPIRING CONTRACTS (0.7); CORRESPONDENCE WITH WORKING GROUP RE: AFTERMARKET SUPPLY CONTRACTS (0.4); TELECONFERENCE WITH WORKING GROUP RE: ANALYSIS OF EXPIRING CONTRACTS (0.3).
SHIVAKUMAR D	02/08/06	11.70	ANALYZE TERMS OF GENERAL SUPPLY AGREEMENTS AND DISCUSS SAME WITH WORKING GROUP (1.7); TELECONFERENCES WITH WORKING GROUP RE: POTENTIAL EXECUTORY CONTRACT REJECTION MOTION (1.4); DRAFT DECLARATION IN SUPPORT OF POTENTIAL EXECUTORY CONTRACT REJECTION MOTION (3.2); REVIEW FINANCIAL DATA FOR PRESENTATION TO ADVISORS TO CREDITORS' COMMITTEE AND DISCUSSION WITH FTI RE: SAME (1.5); TELECONFERENCE WITH S. CORCORAN AND WORKING GROUP TO ANALYZE STRATEGIES RE: THE POTENTIAL RESTRUCTURING OF CONTRACTUAL ARRANGEMENTS AND PREPARATION FOR SAME (2.0); REVISE POTENTIAL EXECUTORY CONTRACT REJECTION MOTION IN RESPONSE TO COMMENTS FROM WORKING GROUP (0.7); STRATEGY MEETING WITH EXECUTORY CONTRACT DUE DILIGENCE TEAM MEMBERS TO ASSESS PROGRESS AND NEXT STEPS FOR DUE DILIGENCE (1.2).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

SHIVAKUMAR D	02/09/06	15.90	ANALYZE PROPOSED CORRESPONDENCE WITH CUSTOMER RE: CANCELLATION CLAIMS AND OTHER COMMERCIAL DISPUTES AND RELATED COMMUNICATION WITH S. CORCORAN (0.7); REVISE PAPERS SUPPORTING POTENTIAL EXECUTORY CONTRACT REJECTION MOTION IN LIGHT OF WORKING GROUP COMMENTS (1.5); DISCUSSION OF CONTRACT DUE DILIGENCE STRATEGY WITH M. KEITEL (0.3); ANALYSIS OF PROGRESS OF CONTRACT DUE DILIGENCE TEAM (0.4); RESEARCH ON CONTRACT LAW RELATING TO EXECUTORY AND EXPIRING CONTRACTS (6.7); DRAFT MEMORANDUM ANALYZING STRATEGIC OPTIONS IN LIGHT OF RESEARCH ON CONTRACT LAW PRINCIPLES RELATING TO EXECUTORY AND EXPIRING CONTRACTS (6.3).
SHIVAKUMAR D	02/10/06	11.90	ADDITIONAL RESEARCH IN SUPPORT OF MEMORANDUM ON CONTRACT LAW RELATING TO EXECUTORY AND EXPIRING CONTRACTS (2.7); REVISE AND COMPLETE MEMORANDUM ON CONTRACT LAW PRINCIPLES RELATING TO EXECUTORY AND EXPIRING CONTRACTS (6.4); DRAFT AND REVISE PRESENTATIONS RELATING TO EXECUTORY CONTRACTS (2.8).
SHIVAKUMAR D	02/11/06	5.80	DRAFT AND REVISE PRESENTATIONS ANALYZING ISSUES RELATED TO EXECUTORY CONTRACTS AND EXPIRING CONTRACTS (3.8); ANALYSIS OF FINANCIAL DATA IN CONNECTION WITH DRAFTING POTENTIAL EXECUTORY CONTRACT REJECTION MOTION (1.5); ANALYZE PROGRESS AND NEXT STEPS FOR EXECUTORY CONTRACT DUE DILIGENCE (0.5).
SHIVAKUMAR D	02/12/06	10.10	STRATEGY MEETING TO DISCUSS OUTSTANDING EXECUTORY CONTRACT DUE DILIGENCE ISSUES (0.9); REVISE DRAFT OF MOTION TO REJECT EXECUTORY CONTRACTS (2.1); EDIT DRAFT OF SECTION 1113 MOTION AND COMMUNICATE SUGGESTED EDITS TO WORKING GROUP (2.3); CONFERENCE WITH S. CORCORAN AND WORKING GROUP TO DISCUSS PROPOSED BOARD PRESENTATION AND PROPOSED APPROACH TO ADDREESSING EXECUTORY AND NON-EXECUTORY SUPPLY CONTRACTS (2.5); REVISION TO STRATEGY PRESENTATIONS IN LIGHT OF TEAM DISCUSSION AND COMMENTS DURING CONFERENCE CALL (2.3).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

SHIVAKUMAR D	02/13/06	10.90	REVISE DRAFT OF POTENTIAL EXECUTORY CONTRACT REJECTION MOTION IN LIGHT OF ONGOING FINANCIAL ANALYSIS AND WORKING GROUP COMMENTS (5.3); REVISE DECLARATION IN SUPPORT OF POTENTIAL EXECUTORY CONTRACT REJECTION MOTION (2.7); TELECONFERENCES WITH WORKING GROUP TO DISCUSS AND REVISE PRESENTATIONS RELATING TO EXPIRED AND EXPIRING CONTRACTS (1.6); ANALYZE NEXT STEPS IN COMPLETION OF EXECUTORY CONTRACT DUE DILIGENCE REVIEW (1.3).
SHIVAKUMAR D	02/14/06	7.80	TELECONFERENCES WITH FTI WORKING GROUP MEMBERS TO ANALYZE DATA IN SUPPORT OF POTENTIAL EXECUTORY CONTRACT REJECTION MOTION (1.3); REVISE POTENTIAL EXECUTORY CONTRACT REJECTION MOTION (1.6); REVISE AFFIDAVIT IN SUPPORT OF POTENTIAL EXECUTORY CONTRACT REJECTION MOTION AND DISCUSS SAME WITH DECLARANT (2.2); ANALYSIS OF PROGRESS OF DUE DILIGENCE IN SUPPORT OF POTENTIAL EXECUTORY CONTRACT REJECTION MOTION AND TELECONFERENCES WITH WORKING GROUP TO DISCUSS STEPS TO COMPLETE DUE DILIGENCE (2.7).
SHIVAKUMAR D	02/15/06	14.20	TELECONFERENCE WITH S. DANIELS TO ANALYZE EXECUTORY CONTRACTS RELATING TO CERTAIN AFTERMARKET SUPPLY AGREEMENTS (1.1); TELECONFERENCES WITH FTI WORKING GROUP MEMBERS TO ANALYZE DATA IN THE DRAFT EXECUTORY CONTRACT REJECTION MOTION AND SUPPORTING DECLARATION (0.8); REVISE AND FINALIZE ALL PAPERS RELATING TO POTENTIAL EXECUTORY CONTRACT REJECTION MOTION IN LIGHT OF WORKING GROUP COMMENTS, ONGOING DUE DILIGENCE, UPDATED FINANCIAL ANALYSES, AND ANALYSIS OF DECLARATIONS IN SUPPORT OF POTENTIAL SECTION 1113/1114 MOTION (11.7); TELECONFERENCES TO DISCUSS EXECUTORY CONTRACT DUE DILIGENCE PROGRESS (0.6).
SHIVAKUMAR D	02/16/06	7.40	REVISE AND FINALIZE POTENTIAL EXECUTORY CONTRACT REJECTION MOTION AND RELATED PAPERS TO INCORPORATE ADDITIONAL DATA, CONFORM WITH REVISED DECLARATIONS, AND REFLECT WORKING GROUP EDITS AND COMMENTS (5.8); REVIEW/FINALIZE LIST OF EXECUTORY CONTRACTS (1.2); TELECONFERENCES WITH FTI TO REVIEW DRAFTS AND INCORPORATE ADDITIONAL FINANCIAL DATA (0.4).
SHIVAKUMAR D	02/17/06	0.70	STRATEGY MEETING RE: EXPIRING CONTRACTS AND DRAFT OF COMMUNICATIONS RE: SAME (0.7).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

SHIVAKUMAR D	02/20/06	7.30	ANALYZE GM MOTION FOR APPOINTMENT TO THE CREDITORS' COMMITTEE AND DISCUSSION WITH WORKING GROUP RE: SAME (0.7); LEGAL RESEARCH RELATING TO EXPIRING CONTRACTS AND COMMUNICATIONS WITH WORKING GROUP RE: SAME (6.6).
SHIVAKUMAR D	02/21/06	8.40	ANALYSIS OF CORRESPONDENCE RELATING TO DIRECTED-BUY SUPPLIER PRICE DISPUTE AND COMMUNICATIONS WITH WORKING GROUP RE: THE SAME (1.5); TELECONFERENCE WITH WORKING GROUP TO DISCUSS EXPIRING CONTRACTS (1.7); LEGAL RESEARCH RE: ISSUES RELATING TO EXPIRING CONTRACTS (3.2); ANALYSIS OF GENERAL AGREEMENTS RELATING TO THE 1999 SPIN-OFF (2.0).
SHIVAKUMAR D	02/22/06	5.30	TELECONFERENCES WITH FTI AND COUNSEL TO ASSESS PARAMETERS OF NEXT PHASE OF FINANCIAL ANALYSES RE: EXECUTORY CONTRACTS (1.2); TELECONFERENCE WITH S. CORCORAN AND WORKING GROUP TO ANALYZE PRIORITIES FOR FINANCIAL ANALYSIS OF SUPPLY ARRANGEMENTS (0.7); TELECONFERENCE WITH S. CORCORAN AND WORKING GROUP TO DISCUSS EXPIRING CONTRACTS (0.8); DRAFT Q&A RELATING TO EXPIRING CONTRACTS (1.8); COMMUNICATIONS WITH LEGAL WORKING GROUP RE: LEGAL ISSUES RELATING TO EXPIRING CONTRACTS (0.5); COMMUNICATIONS WITH FTI RE: NEXT PHASE OF REVIEW OF EXECUTORY CONTRACTS (0.3).
SHIVAKUMAR D	02/23/06	6.90	TELECONFERENCE WITH S. CORCORAN AND WORKING GROUP TO ANALYZE RESPONSES TO DIRECT BUY SUPPLIER ISSUES (0.6); TELECONFERENCE WITH FTI RE: COLLECTION OF DATA FOR NEXT PHASE OF FINANCIAL ANALYSIS RELATING TO EXECUTORY CONTRACTS AND DRAFT OF RELATED MATERIAL (1.2); PREPARE PRESENTATION SLIDES RE: ANALYSIS OF EXECUTORY CONTRACTS AND DIRECTED BUY SUPPLIER ISSUES (2.3); DRAFT POTENTIAL RESPONSE RELATING TO DIRECTED BUY SUPPLIER ISSUES (2.8).
SHIVAKUMAR D	02/24/06	4.30	TELECONFERENCES AND CORRESPONDENCE WITH WORKING GROUP TO ANALYZE POTENTIAL NEXT STEPS RELATING TO DIRECTED-BUY SUPPLIER PRICING ISSUES (2.3); REVISE POTENTIAL RESPONSE RELATING TO DIRECTED-BUY SUPPLIER PRICE ISSUE BASED ON WORKING GROUP COMMENTS (1.3); PREPARE PRESENTATION SLIDES RELATING TO CUSTOMER ISSUES (0.7).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

SHIVAKUMAR D	02/26/06	1.50	REVISE UCC PRESENTATION SLIDES RELATING TO GM-RELATED ISSUES (1.5).
SHIVAKUMAR D	02/27/06	3.90	TELECONFERENCE WITH S. DANIELS RE: COLLECTION OF FINANCIAL INFORMATION RELATING TO GM EXECUTORY CONTRACTS (0.6); REVISE MEMORANDUM CALLING FOR THE COLLECTION OF FINANCIAL INFORMATION RELEVANT TO THE REVIEW OF EXECUTORY CONTRACTS (0.8); REVISE STATEMENT IN RESPONSE TO GM MOTION TO JOIN CREDITORS' COMMITTEE (0.7); REVISE AND FINALIZE UCC PRESENTATION SLIDES RELATING TO GM ISSUES (1.3); TELECONFERENCES WITH WORKING GROUP RE: THE COLLECTION OF FINANCIAL DATA RELATING TO EXECUTORY CONTRACTS (0.5).
SHIVAKUMAR D	02/28/06	3.90	TELECONFERENCE WITH D. BITTNER AND TEAM RE: DIRECTED-BUY SUPPLIER PRICING ISSUES (0.7); TELECONFERENCES WITH MEMBERS OF LEGAL WORKING GROUP TO ANALYZE STRATEGY WITH REGARD TO DIRECTED-BUY SUPPLIER PRICING ISSUES (1.2); TELECONFERENCE WITH S. DANIELS TO DISCUSS POTENTIAL EXECUTORY CONTRACT REJECTION (0.5); CORRESPONDENCE WITH LEGAL WORKING GROUP SUMMARIZING DEVELOPMENTS IMPACTING POTENTIAL EXECUTORY CONTRACT REJECTION MOTION (1.1); REVIEW MATERIALS RELATING TO NEXT PHASE OF FINANCIAL ANALYSIS OF EXECUTORY AND EXPIRING CONTRACTS (0.4).
		192.10	
Total Counsel		192.10	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

GUZZARDO J	02/06/06	2.30	LEGAL RESEARCH FOR D. SHIVAKUMAR RE: CONTRACT REJECTION LAW (2.3).
		2.30	
KAHN MT	02/01/06	9.10	REVIEW CONTRACTS RE: POSSIBLE REJECTION (9.1).
KAHN MT	02/02/06	2.20	REVIEW CONTRACTS FOR POSSIBLE REJECTION (2.2).
KAHN MT	02/06/06	9.30	TELECONFERENCE WITH TEAM (0.8); RESEARCH RE: EXECUTORY CONTRACTS (3.5); ANALYZE CONTRACTS AND CREATE SPREADSHEET RE: SAME (5.0).
KAHN MT	02/10/06	0.40	ANALYZE CONTRACTS FOR POSSIBLE REJECTION (0.4).
KAHN MT	02/15/06	7.80	RESEARCH RE: ANTI-ASSIGNMENT CLAUSES (7.8).
KAHN MT	02/16/06	3.30	RESEARCH RE: SECTION 365 AND POST-PETITION CONTRACTS (3.3).
		32.10	
MEISLER RE	02/02/06	0.70	WORKED ON LOSS CONTRACTS (0.7).
MEISLER RE	02/05/06	5.70	REVIEWED AND COMMENTED ON LOSS CONTRACTS MOTION (3.3); REVIEWED DILIGENCE RE: SAME (2.4).
MEISLER RE	02/07/06	0.70	CONTINUED TO WORK ON LOSS CONTRACTS (0.7).
MEISLER RE	02/08/06	0.60	TELECONFERENCE WITH K. CRAFT RE: LOSS CONTRACTS (0.3); CONTINUED ANALYSIS RE: SAME (0.3).
MEISLER RE	02/10/06	2.30	CONTINUED WORKING ON LOSS CONTRACTS ANALYSIS (1.8); TELECONFERENCE WITH S. CORCORAN RE: SAME (0.3); TELECONFERENCE WITH B. CARUSO RE: SAME (0.2).
MEISLER RE	02/11/06	3.60	CONTINUED ANALYSIS OF LOSS CONTRACTS (3.4); TELECONFERENCE WITH S. CORCORAN AND K. KUBY RE: SAME (0.2).
MEISLER RE	02/12/06	0.60	CONTINUED TO REVIEW AND ANALYZE LOSS CONTRACTS (0.5); TELECONFERENCE WITH S. CORCORAN RE: SAME (0.1).
MEISLER RE	02/21/06	0.80	ATTENTION TO LOSS CONTRACTS (0.3); TELECONFERENCE WITH S. CORCORAN RE: SAME (0.3); TELECONFERENCE WITH B. CARUSO RE: SAME (0.2).
MEISLER RE	02/22/06	0.30	CONTINUED ANALYSIS OF LOSS CONTRACTS (0.3).
MEISLER RE	02/27/06	0.10	ATTENTION TO LOSS CONTRACTS (0.1).
		15.40	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

OLASKY P	02/01/06	9.10	REVIEW CONTRACTS RE: POSSIBLE REJECTION (9.1).
OLASKY P	02/02/06	2.20	REVIEW CONTRACTS RE: POSSIBLE REJECTION (2.2).
OLASKY P	02/10/06	5.20	REVIEWED CONTRACTS RE: POSSIBLE REJECTION (5.2).
OLASKY P	02/11/06	4.10	REVIEWED CONTRACTS RE: POSSIBLE REJECTION (4.1).

**20.60**

REESE RG	02/14/06	0.70	REVIEW CONTRACTS BETWEEN DAS AND GM (0.7).
REESE RG	02/15/06	0.40	ATTENTION TO ISSUES RE: CONTRACTS BETWEEN DAS AND GM (0.4).
REESE RG	02/16/06	1.30	REVIEW AND SUMMARIZE AGREEMENTS BETWEEN DAS AND GM (1.3).

**2.40**

ROHNER WM	02/02/06	1.80	CONDUCT LEGAL RESEARCH RE: CONTRACT ISSUES (1.8).
ROHNER WM	02/08/06	3.80	REVIEW DRAFT MEMORANDUM ON CONTRACTS ISSUE (0.3); CONDUCT LEGAL RESEARCH IN CONNECTION WITH CONTRACTS ISSUES (3.5).
ROHNER WM	02/09/06	2.20	CONDUCT LEGAL RESEARCH IN SUPPORT OF CONTRACTS ISSUE (2.2).
		7.80	

STUART NL	02/01/06	12.60	STRATEGY SESSION WITH CLIENT RE: PROCESS TO IDENTIFY AND GATHER EXECUTORY CONTRACTS (0.8); FOLLOW-UP CALLS RE: SAME (0.3); CONTINUE TO REVIEW CONTRACT LISTS AND FORMULATE PROCEDURES FOR OBTAINING AND REVIEWING POS (11.5).
STUART NL	02/02/06	5.80	CONTINUE TO WORK ON EXECUTORY CONTRACT REVIEW (3.7); MULTIPLE CONFERENCES WITH CLIENT RE: SAME (2.1).
STUART NL	02/03/06	11.60	MULTIPLE TELECONFERENCES WITH CLIENT RE: PRODUCTION OF POS (1.2); CONTINUE TO WORK ON DILIGENCE OF POS AND PART NUMBERS (7.9); REVIEW DILIGENCE LISTS COMPILED TO DATE (2.5).
STUART NL	02/04/06	4.80	REVIEW DILIGENCE SHEETS AND BEGIN FORMULATING LIST OF POTENTIAL CONTRACTS FOR REJECTION MOTION (4.8).
STUART NL	02/05/06	5.60	CONTINUE TO WORK ON CONTRACT REVIEW (5.6).



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

STUART NL	02/06/06	12.40	CONTINUE TO UPDATE LOSS CONTRACT DATABASE (1.2); PREPARE ANALYSIS OF LOSS CONTRACTS FOR STRATEGY CALL (0.5); TELECONFERENCE WITH CLIENT RE: LOSS CONTRACT STRATEGY CALL (1.1); TELECONFERENCE WITH S. DANIELS RE: LOSS CONTRACTS (0.8); TELECONFERENCE WITH A. WHITT RE: PO RETRIEVAL (0.6); CONTINUE WITH DILIGENCE OF LOSS CONTRACTS (8.2).
STUART NL	02/07/06	15.80	MULTIPLE TELECONFERENCES WITH CLIENT RE: PO IDENTIFICATION PROCESS (1.2); REVIEW OF EXPIRED PO DILIGENCE (3.9); CONTINUE DILIGENCE OF LOSS CONTRACTS (6.5); CONTINUE TO RECONCILE LIST OF CONTRACTS FOR REJECTION MOTION (4.2).
STUART NL	02/08/06	12.90	REVIEW DILIGENCE ON EXPIRED CONTRACTS (2.3); REVIEW DILIGENCE ON LOSS CONTRACTS (5.3); CONTINUE TO RECONCILE CONTRACT REJECTION LIST (4.5); MULTIPLE TELECONFERENCES WITH CLIENT RE: PO RETRIEVAL (0.8).
STUART NL	02/09/06	15.50	CONTINUE TO REVIEW EXPIRING CONTRACT DILIGENCE (4.3); DRAFT OPEN ISSUE LIST FOR EXPIRING CONTRACTS (2.1); CONTINUE TO REVIEW LOSS CONTRACT DILIGENCE (5.6); MULTIPLE TELECONFERENCES WITH CLIENT RE: PO RETRIEVAL (1.4); CONTINUE TO RECONCILE CONTRACT REJECTION LIST (2.1).
STUART NL	02/10/06	16.50	WORK ON SLIDES FOR DTM PRESENTATION ON CONTRACT REJECTION AND EXPIRING CONTRACTS (2.3); FOLLOW-UP ON EXPIRING CONTRACT DILIGENCE ISSUES (4.9); REVIEW CONTRACT REJECTION ITEMS RELATED TO SERVICE PART ORDER CONTRACTS (3.7); CONTINUE TO RECONCILE DILIGENCE LIST WITH CONTRACT REJECTION LIST (3.2); MULTIPLE TELECONFERENCES WITH CLIENT RE: CONTRACT REJECTION MOTION AND PO RETRIEVAL (2.4).
STUART NL	02/11/06	4.60	MULTIPLE TELECONFERENCES RE: SPO PARTS (1.2); DRAFT DILIGENCE ITEMS RE: SAME (0.9); WORK ON REJECTION LIST RECONCILIATION (2.5).
STUART NL	02/12/06	14.80	TELECONFERENCE RE: SPO CONTRACTS (0.4); TELECONFERENCE RE: EXECUTORY CONTRACTS PRESENTATION FOR DTM MEETING (2.4); CONTINUE TO REVIEW DILIGENCE ON LOSS CONTRACTS (7.4); CONTINUE TO PREPARE LIST OF CONTRACTS FOR REJECTION (4.6).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

STUART NL	02/13/06	10.90	REVIEW AND REVISE EISENBERG DECLARATION (1.1); REVIEW AND REVISE REJECTION MOTION (0.9); CONTINUE DILIGENCE REVIEW OF EXECUTORY CONTRACT (5.3); CONTINUE COMPILING AND RECONCILING EXECUTORY CONTRACT REJECTION LIST (3.6).
STUART NL	02/14/06	11.30	CONTINUE TO REVIEW EXECUTORY CONTRACTS, INCLUDING SPO CONTRACTS (3.7); CONTINUE TO REVISE AND RECONCILE LIST OF EXECUTORY CONTRACTS TO REJECT (2.9); CONTINUE TO REVISE MOTION (0.7); CONTINUE TO REVIEW AND UPDATE EISENBERG DECLARATION (1.4); REVIEW EXPIRING CONTRACTS SUPPLEMENTAL DILIGENCE (2.6).
STUART NL	02/15/06	13.80	REVIEW ISSUES RELATED TO SPO CONTRACTS (4.1); RESEARCH RE: "EXECUTORY CONTRACT" DEFINITIONS (2.2); REVIEW FINANCIAL DATA RELATED TO SPO CONTRACTS (1.9); CONTINUE TO COMPILE AND RECONCILE LIST OF EXECUTORY CONTRACTS (1.7); REVIEW EXPIRING CONTRACT SUPPLEMENTAL DILIGENCE (3.9).
STUART NL	02/16/06	6.20	CONTINUE TO REVIEW SPO RELATED ISSUES AND WORK ON RECONCILING LIST OF SPO EXECUTORY CONTRACTS TO REJECT (5.9); REVISE EISENBERG DECLARATION (0.3).
STUART NL	02/20/06	1.70	REVIEW MASTER SEPARATION AGREEMENT (1.7).
STUART NL	02/21/06	1.60	STRATEGY DISCUSSION WITH CLIENT RE: CONTRACT REVIEW (0.3); STRATEGY DISCUSSION WITH FTI RE: CONTRACT REVIEW (0.4); FORMULATE INTERNAL CONTRACT REVIEW STRATEGY (0.9).
STUART NL	02/22/06	6.10	STRATEGY CALL WITH CLIENT RE: EXECUTORY CONTRACTS (0.6); FOLLOW-UP DISCUSSION WITH INTERNAL LEGAL TEAM (0.4); STRATEGY CALL WITH CLIENT RE: EXPIRING CONTRACTS (0.9); STRATEGIZE RE: DILIGENCE NEEDS (0.8); REVIEW DILIGENCE GATHERED TO DATE (3.4).
STUART NL	02/23/06	6.90	REVIEW AND ANALYZE DILIGENCE STRATEGIES FOR PHASE TWO OF EXECUTORY CONTRACT PROJECT (1.7); RESEARCH RE: EXECUTORY CONTRACT REJECTION (1.6); ANALYSIS OF EXPIRING CONTRACTS (1.2); ANALYSIS OF SCHEDULES D, E AND F (0.3); ANALYSIS OF EXPIRING NILES CONTRACTS (2.1).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

STUART NL	02/27/06	2.70	RESEARCH/REVIEW ASSIGNABILITY OF CONTRACTS IN BRAKING DIVISION (1.8); STRATEGY DISCUSSION RE: SAME (0.3); TELECONFERENCE WITH CLIENT RE: SALE OF CONTRACTS (0.2); TELECONFERENCE WITH S. DANIELS RE: PHASE 2 DILIGENCE PROJECT (0.4).
		194.10	
TOUSSI S	02/01/06	3.30	DRAFT AND REVISE MEMO ON ENFORCEABILITY OF CHANGE IN CONTROL PROVISIONS IN TERMS AND CONDITIONS IN CONNECTION WITH SALE OF ASSETS (2.5); ADDRESS GM SETOFF ISSUES AND POTENTIAL/MAXIMUM AMOUNT OF PREPETITION SETOFF CLAIM (0.8).
TOUSSI S	02/02/06	2.00	ADDRESS GM SETOFF MATTERS (0.5); CONTINUE DRAFTING AND REVISE GM CHANGE IN CONTROL PROVISIONS (1.5).
TOUSSI S	02/03/06	3.00	REVIEW REVISED TERM SHEET RE: GM AND LOSS CONTRACT AND ASSET DISPOSITION ISSUES AND ADDRESS ISSUES RE: SAME (1.0); ADDRESS GM SETOFF ISSUES RE: FIRST AND SECOND SETOFF DEMAND (0.9); RESEARCH AND REVISE MEMO RE: CHANGE IN CONTROL PROVISION IN LOSS CONTRACT IN CONNECTION WITH POS TO BE ASSIGNED POSTPETITION (1.1).
TOUSSI S	02/06/06	1.20	ADDRESS ISSUES RE: GM SETOFF MATTERS RELATED TO MEDIATION (0.5); ADDRESS ISSUES RE: STATUS OF GM'S SETOFF DEMANDS (0.7).
TOUSSI S	02/07/06	0.70	REVIEW DRAFT TERM SHEET RE: GM/UNIONS, FOLLOWUP ISSUES RE: SAME (0.7).
TOUSSI S	02/09/06	1.50	RESEARCH ISSUES RE: SETOFF AND GM (0.7); REVIEW DIP ORDER AND ANALYZE SAME IN CONTEXT OF GM'S FIRST AND SECOND SETOFF DEMAND (0.8).
TOUSSI S	02/14/06	2.60	ADDRESS GM'S SETOFF CLAIM ISSUES RE: MEDIATION (1.3); EDIT AND REVISE MEMO RE: CHANGE IN CONTROL IN TERMS AND CONDITIONS (1.3).
TOUSSI S	02/15/06	1.40	RESEARCH ISSUES RE: GM SETOFF REQUESTS AND LOSS CONTRACT ISSUES (0.8); ADDRESS CORRESPONDENCE RE: SAME (0.6).
TOUSSI S	02/22/06	1.00	ADDRESS VARIOUS GM SETOFF ISSUES RE: FIRST AND SECOND SETOFF CLAIM (1.0).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

TOUSSI S	02/27/06	1.70	ADDRESS AND RESOLVE ISSUES RE: GM'S SECOND SETOFF REQUEST (0.8); RESEARCH ISSUES RE: MUTUALITY IN CONNECTION WITH SAME (0.6); VARIOUS TELECONFERENCES AND CORRESPONDENCE RE: SAME (0.3).
		<b>18.40</b>	
ZALTZMAN H	02/01/06	9.10	REVIEW CONTRACTS RE: POSSIBLE REJECTION (9.1).
ZALTZMAN H	02/02/06	2.20	CONTINUE REVIEW OF CONTRACTS FOR POSSIBLE REJECTION (2.2).
ZALTZMAN H	02/07/06	5.50	BEGIN RESEARCHING FOR MEMO RE: ECONOMIC DURESS DOCTRINE IN MICHIGAN (2.8); BEGIN DRAFTING MEMO RE: ECONOMIC DURESS DOCTRINE IN MICHIGAN IN BANKRUPTCY CONTEXT (2.7).
ZALTZMAN H	02/08/06	10.30	CONTINUE DRAFTING MEMO RE: ECONOMIC DURESS DOCTRINE AS APPLIED TO CONTRACT REJECTION (8.2); RESEARCH REASONABLE COMMERCIAL STANDARD IN BANKR. CONTEXT (1.2); RESEARCH 363 (B) STANDARDS FOR MODIFYING PREPETITION CONTRACTS (0.5); RESEARCH "REASONABLE TIME" CONCEPT RE: TERMINATION OF FIXED TIME CONTRACTS (0.4).
ZALTZMAN H	02/09/06	2.90	DRAFT EMAIL RE: UCC SECTION 2-309 APPLICATION TO POSTPETITION CONTRACTS (0.5); REVIEW GENTEK PRECEDENT RE: NOTICE IN BANKRUPTCY CONTRACT REJECTION (0.2); RESEARCH LEVEL OF INTERIM CONTRACT REPRICING IN AUTO SUPPLIER INDUSTRY (2.2).
ZALTZMAN H	02/10/06	5.30	DILIGENCE RE: ASSUMPTION/REJECTION OF CONTRACTS (5.3).
		<b>35.30</b>	
<b>Total Associate</b>		<b>328.40</b>	
BUCKMAN K	02/02/06	11.00	CODE CLIENT DOCUMENTS CODE CONTRACTS IN CONCORDANCE DATABASE (11.0).
BUCKMAN K	02/03/06	10.80	CODE DOCUMENTS IN CONCORDANCE DATABASE (10.8).
BUCKMAN K	02/06/06	8.30	CODE CLIENT DOCUMENTS (8.3).
BUCKMAN K	02/07/06	9.40	CODE CLIENT DOCUMENTS (9.4).
BUCKMAN K	02/08/06	10.50	CODE CLIENT DOCUMENTS (10.5).
BUCKMAN K	02/09/06	9.00	CODE CLIENT DOCUMENTS (9.0).
BUCKMAN K	02/10/06	10.50	CODE CLIENT DOCUMENTS (10.5).
BUCKMAN K	02/11/06	3.90	CODE CLIENT DOCUMENTS (3.9).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

BUCKMAN K	02/13/06	7.50	CODE CLIENT DOCUMENTS (7.5).
BUCKMAN K	02/14/06	7.30	CODE CLIENT DOCUMENTS (7.3).
BUCKMAN K	02/15/06	7.60	CODE CLIENT DOCUMENTS (7.6).
BUCKMAN K	02/16/06	7.20	CODE CLIENT DOCUMENTS (7.2).
BUCKMAN K	02/17/06	7.00	CODE CLIENT DOCUMENTS (7.0).
		<b>110.00</b>	
CHOW PP	02/01/06	4.80	PREPARE AND DEMONSTRATE GM LOSS CONTRACTS DATABASE (0.7); EDIT / REVISE CODING FIELDS FOR DATABASE OF GM LOSS CONTRACTS AND FILE MAINTENANCE SAME (4.1).
CHOW PP	02/02/06	9.90	PREPARE AND DEMONSTRATE GM EXPIRED AND LOSS CONTRACTS DATABASES (1.6); EDIT / REVISE INSTRUCTIONS FOR CODING IN SAME (0.8); EDIT/REVISE FIELDS TO GM EXPIRED CONTRACTS DATABASE (0.6); REVIEW CODED FIELDS FOR SAME AND EDIT / REVISE SAME (3.2); PREPARE ELECTRONIC COPIES OF GM LOSS CONTRACTS FOR REVIEW IN DATABASE AND DISTRIBUTE ASSIGNMENTS FOR SAME (0.8); REVIEW AND CODE TERMS & CONDITIONS AND CUSTOMER FIELDS IN GM LOSS CONTRACTS DATABASE (2.9).
CHOW PP	02/03/06	9.40	COORDINATE WITH A. WHITT RE: REQUEST FOR ADDITIONAL GM LOSS CONTRACTS (0.3); PREPARE ELECTRONIC COPIES OF SAME FOR REVIEW IN DATABASE (1.4); REVIEW AND EDIT / REVISE CODING FIELDS FOR SAME (2.6); REVIEW GM EXPIRED CONTRACTS FOR ACCURACY IN CODING (3.0); EDIT / REVISE CODING FIELDS FOR SAME (2.1).
CHOW PP	02/04/06	5.10	EDIT/REVISE CODING FIELDS FOR DATABASE OF GM EXPIRED CONTRACTS AND FILE MAINTENANCE SAME (3.8); PREPARE ELECTRONIC DATABASE OF GM LOSS CONTRACTS FOR REVIEW (1.3).
CHOW PP	02/06/06	3.30	PREPARE ELECTRONIC COPIES OF GM LOSS CONTRACTS FOR REVIEW IN DATABASE (3.3).
CHOW PP	02/07/06	11.10	INDEX BINDERS OF EXPIRED PARTS OPERATIONS CONTRACTS (0.6); PREPARE ELECTRONIC COPIES OF GM LOSS CONTRACTS FOR REVIEW IN DATABASE (2.8); PREPARE BINDER OF SERVICE PARTS OPERATION CONTRACTS (1.4); REVIEW SAME AND PREPARE LIST OF GENERAL MOTORS PARTS FOR SAME (6.3).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

CHOW PP	02/08/06	14.20	REVIEW BINDER OF SERVICE PARTS OPERATION CONTRACTS AND PREPARE LIST OF GENERAL MOTORS PARTS FOR EACH CONTRACT (8.2); PREPARE SPREAD SHEET OF CONSOLIDATED PARTS AND ELIMINATE DUPLICATES FROM SAME (2.1); REVIEW BINDERS OF EXPIRED PARTS OPERATIONS CONTRACTS (1.1); PREPARE ELECTRONIC COPIES OF GM LOSS CONTRACTS FOR REVIEW IN DATABASE (2.8).
CHOW PP	02/09/06	11.40	PREPARE ELECTRONIC COPIES OF GM LOSS CONTRACTS FOR REVIEW IN DATABASE (2.3); REVIEW SERVICE PARTS OPERATION CONTRACTS AND CODE SAME IN ELECTRONIC DATABASE (4.4); UPDATE MASTER LIST OF PARTS TO REJECT WITH PART OPERATIONS CONTRACT NUMBERS (4.7).
CHOW PP	02/10/06	12.70	PREPARE LIST OF PART NUMBERS BY SERVICE PARTS OPERATIONS CONTRACT (3.2); REVIEW SUMMARY OF EXPIRED CONTRACTS AND UPDATE SPREADSHEET OF SAME (1.7); EDIT/REVISE MASTER LIST OF PARTS TO REJECT WITH PARTS OPERATIONS CONTRACT NUMBERS (1.4); REVIEW LIST OF PART NUMBERS ON SERVICE PARTS OPERATIONS CONTRACTS AND COMPARE SAME AGAINST ORIGINAL LIST OF 2,400 PARTS TO REJECT (6.4).
CHOW PP	02/11/06	9.50	REVIEW PARTS OPERATIONS CONTRACTS (3.7); EDIT/REVISE MASTER LIST OF 1395 PARTS TO REJECT (5.8).
CHOW PP	02/13/06	9.60	REVIEW DUE DILIGENCE DOCUMENTS FOR AFRICA / MIDDLE EAST SERVICE PARTS OPERATIONS CONTRACTS (1.9); EDIT/REVISE MASTER LIST OF 1395 PARTS TO REJECT (5.4); REVIEW LIST OF OUTSTANDING PARTS OPERATIONS CONTRACTS AND UPDATE LOSS CONTRACTS DATABASE WITH SAME (1.4); PREPARE ELECTRONIC COPIES OF GM LOSS CONTRACTS FOR REVIEW IN DATABASE (0.9).
CHOW PP	02/14/06	9.10	EDIT/REVISE SUMMARY OF PARTS RE: SERVICE PARTS OPERATIONS CONTRACTS AND PREPARE SAME FOR DISTRIBUTION TO FINANCIAL CONSULTANTS (3.8); EDIT/REVISE MASTER LIST OF 1395 PARTS TO REJECT (3.2); UPDATE ELECTRONIC DATABASE OF GM LOSS CONTRACTS (1.4); REVIEW EXPIRED CONTRACTS FOR POST-EFFECTIVE DATES (0.7).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

CHOW PP	02/15/06	11.80	REVIEW PARTS OPERATION CONTRACTS AND EDIT/REVISE MASTER LIST OF 1395 PARTS TO REJECT (8.4); PREPARE LIST OF OPEN ISSUES WITH SPECIFIC PART NUMBERS FROM SAME (0.8); EDIT/REVISE SUMMARY OF PART NUMBERS RE: SERVICE PARTS OPERATIONS CONTRACTS (2.6).
CHOW PP	02/16/06	5.20	REVIEW PARTS OPERATION CONTRACTS AND EDIT/REVISE MASTER LIST OF 1395 PARTS TO REJECT (3.8); UPDATE ELECTRONIC DATABASE OF SERVICE PARTS OPERATIONS CONTRACTS WITH AMENDMENTS TO SAME INCLUDING ADDITIONAL PART NUMBERS (1.4).
CHOW PP	02/17/06	3.80	REVIEW ELECTRONIC DATABASE OF GM LOSS CONTRACTS AND FILE MAINTENANCE SAME (3.8).
CHOW PP	02/24/06	3.10	REVIEW GENERAL MOTORS EXPIRED CONTRACTS AND ELECTRONIC DATABASE OF LOSS CONTRACTS (3.1).
		<b>134.00</b>	
DEMMA J	02/01/06	3.60	PREPARE/ORGANIZE CHART OF CONTRACT RELATED MATERIALS (3.6).
DEMMA J	02/03/06	0.60	PREPARE CONTRACT MATERIALS FOR ATTORNEY REVIEW (0.6).
DEMMA J	02/07/06	1.60	RESEARCH PRECEDENT RE: LOSS CONTRACTS (1.6).
DEMMA J	02/23/06	0.70	ORGANIZE/INDEX EXECUTED AGREEMENTS (0.7).
		<b>6.50</b>	
HENDRICK D	02/02/06	10.10	CODE CONTRACTS IN CONCORDANCE (10.1).
HENDRICK D	02/03/06	9.60	CODE LOSS CONTRACTS (9.6).
HENDRICK D	02/05/06	7.00	CODE LOSS CONTRACTS (7.0).
HENDRICK D	02/06/06	6.30	CODE LOSS CONTRACTS (6.3).
HENDRICK D	02/07/06	8.50	CODE LOSS CONTRACTS INTO CONCORDANCE (8.5).
HENDRICK D	02/08/06	10.40	CODE LOSS CONTRACTS AND EXPIRED CONTRACTS INTO CONCORDANCE (10.4).
HENDRICK D	02/09/06	10.90	EDIT/REVISE CHARTS RE: MASTER LIST SPREADSHEET WITH PART NUMBERS, SPOS, PO NUMBERS, ETC. (8.9); EDIT/REVISE CHARTS RE: EXPIRED MASTER LIST SPREADSHEET (2.0).
HENDRICK D	02/10/06	10.60	REVIEW AND CODE INFORMATION FROM EXPIRED AND LOSS CONTRACTS INTO SPREADSHEET REPORTS (10.6).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

HENDRICK D	02/11/06	4.20	REVIEW REVIEW DOCUMENTS IN LOSS CONTRACT DATABASE AND CODE DOCUMENTS INTO DATABASE (4.2).
HENDRICK D	02/13/06	6.00	CODE CLIENT DOCUMENTS TAG CONTRACTS TO BE REJECTED IN LOSS AND EXPIRED CONTRACTS DATABASE (4.5); REVIEW RECONCILIATION (1.5).
HENDRICK D	02/14/06	7.20	CODE CLIENT DOCUMENTS CODE DOCUMENTS AND OTHERWISE ASSIST WITH DATABASE AS NEEDED (7.2).
HENDRICK D	02/15/06	7.40	CODE CLIENT DOCUMENTS CODE DOCUMENTS AND OTHERWISE ASSIST WITH DATABASE AS NEEDED (7.4).
HENDRICK D	02/16/06	5.90	CODE CLIENT DOCUMENTS CODE DOCUMENTS AND OTHERWISE ASSIST WITH DATABASE AS NEEDED (5.9).
HENDRICK D	02/17/06	6.40	CODE CLIENT DOCUMENTS CODE CONTRACTS AND OTHERWISE ASSIST WITH DATABASE AS NEEDED (6.4).
		<b>110.50</b>	
JIN D	02/02/06	11.20	MAINTAIN DATABASE FOR THE CONCORDANCE DATABASE CONTAINING LOSS AND EXPIRED CONTRACTS (11.2).
JIN D	02/03/06	10.20	MAINTAIN DATABASE FOR THE CONCORDANCE DATABASE CONTAINING LOSS AND EXPIRED CONTRACTS (10.2).
JIN D	02/04/06	3.50	MAINTAIN DATABASE FOR THE CONCORDANCE DATABASE CONTAINING LOSS AND EXPIRED CONTRACTS (3.5).
JIN D	02/05/06	7.50	MAINTAIN DATABASE FOR THE CONCORDANCE DATABASE CONTAINING LOSS AND EXPIRED CONTRACTS (7.5).
JIN D	02/06/06	7.20	MAINTAIN DATABASE FOR CONCORDANCE DATABASE CONTAINING LOSS AND EXPIRED CONTRACTS (7.2).
JIN D	02/07/06	9.20	MAINTAIN DATABASE FOR CONCORDANCE DATABASE CONTAINING LOSS AND EXPIRED CONTRACTS (9.2).
JIN D	02/08/06	11.20	MAINTAIN DATABASE FOR CONCORDANCE DATABASE CONTAINING LOSS AND EXPIRED CONTRACTS (11.2).
JIN D	02/09/06	10.20	ASSIST WITH RESEARCH RE: CUSTOMER PURCHASE ORDERS, GENERAL MOTORS PART NUMBERS IN CONNECTION WITH THE MASTER LIST OF 1,395 REJECT CONTRACTS (8.0); MAINTAIN DATABASE FOR CONCORDANCE DATABASE OF LOSS CONTRACTS (2.2).



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

JIN D	02/10/06	11.70	ASSIST WITH RESEARCH RE: PURCHASE ORDERS AND GENERAL MOTORS PART NUMBERS IN RELATION TO LOSS AND EXPIRED CONTRACTS (11.7).
JIN D	02/11/06	5.20	MAINTAIN DATABASE FOR CONCORDANCE DATABASE FOR EXPIRED CONTRACTS (5.2).
		<b>87.10</b>	
SCHER S	02/02/06	10.50	CODE CLIENT DOCUMENTS ENTER IN DATA FROM CONTRACTS (10.5).
SCHER S	02/03/06	10.10	CODE CLIENT CONTRACTS (10.1).
SCHER S	02/05/06	6.10	REVIEW CONTRACTS (6.1).
SCHER S	02/06/06	6.60	REVIEW CONTRACTS AND CODE IN CONCORDANCE (6.6).
SCHER S	02/07/06	8.90	REVIEW AND CODE CONTRACTS (8.9).
SCHER S	02/08/06	10.50	REVIEW CONTRACTS, AND CODE IN LOSS AND EXPIRED CONTRACTS DATABASES (10.5).
SCHER S	02/09/06	9.70	REVIEW CONTRACTS AND CODE INTO CONCORDANCE (2.3); EDIT/REVISE CHARTS RE: PART NUMBER CHECKLISTS AND MASTER LIST OF PART ORDERS AND PART NUMBERS (7.4).
SCHER S	02/10/06	10.70	CODE CLIENT CONTRACTS INTO CONCORDANCE (4.0); EDIT/REVISE CHARTS RE: PART NUMBERS, PO NUMBERS, AND CUSTOMERS (6.7).
SCHER S	02/11/06	4.90	CODE CLIENT DOCUMENTS AND REVIEW BINDERS OF CLIENT CONTRACTS AND ENTER IN CONTACTS NOT ALREADY IN DATABASE (4.9).
SCHER S	02/13/06	2.50	CODE CLIENT DOCUMENTS AND TAG SELECTED DOCUMENTS IN TWO CONCORDANCE DATABASES; ALSO, COMPILE LIST OF PO NUMBERS FOR TWO DOZEN PART NUMBER/CUSTOMER REFERENCES (2.5).
		<b>80.50</b>	
<b>Total Legal Assistant</b>		<b>528.60</b>	
<b>TOTAL TIME</b>		<b><u>1,206.50</u></b>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

**Delphi Corporation (DIP)**  
**Customer Matters (GM)**

**Bill Date: 03/31/06**  
**Bill Number: 1108452**

<b>Disbursement</b>	<b>Date</b>	<b>Vendor/Employee/Dept.</b>	<b>Amount</b>
Air/Rail Travel - vendor feed	02/01/06	Hendrick D	811.83
Air/Rail Travel - vendor feed	02/01/06	Scher S	316.31
Air/Rail Travel - vendor feed	02/01/06	Jin D	370.87
Air/Rail Travel - vendor feed	02/01/06	Buckman K	964.14
Air/Rail Travel - vendor feed	02/02/06	Stuart NL	120.30
Air/Rail Travel - vendor feed	02/02/06	Shivakumar D	432.56
Air/Rail Travel - vendor feed	02/02/06	Kahn MT	-187.31
Air/Rail Travel - vendor feed	02/02/06	Kahn MT	187.31
Air/Rail Travel - vendor feed	02/06/06	Zaltzman H	1,112.13
Air/Rail Travel - vendor feed	02/06/06	Buckman K	964.14
Air/Rail Travel - vendor feed	02/06/06	Zaltzman H	-1,112.13
Air/Rail Travel - vendor feed	02/06/06	Buckman K	-459.56
Air/Rail Travel - vendor feed	02/10/06	Kahn MT	364.99
Air/Rail Travel - vendor feed	02/12/06	Jin D	423.79
Air/Rail Travel - vendor feed	02/15/06	Scher S	171.02
Air/Rail Travel - vendor feed	02/19/06	Buckman K	244.61
		<b>TOTAL AIR/RAIL TRAVEL - VENDOR FEED</b>	<b>\$4,725.00</b>
In-house Reproduction	02/10/06	Copy Center, D	30.45
In-house Reproduction	02/14/06	Copy Center, D	3.95
In-house Reproduction	02/17/06	Copy Center, D	0.60
		<b>TOTAL IN-HOUSE REPRODUCTION</b>	<b>\$35.00</b>

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

<b>Disbursement</b>	<b>Date</b>	<b>Vendor/Employee/Dept.</b>	<b>Amount</b>
Telephone Expense	02/24/06	Telecommunications, D	2.82
Telephone Expense	02/24/06	Telecommunications, D	3.14
Telephone Expense	02/24/06	Telecommunications, D	0.04
		<b>TOTAL TELEPHONE EXPENSE</b>	<b>\$6.00</b>
Non-standard/Outside Reproduction	02/04/06	Landmark Document Services	399.33
Non-standard/Outside Reproduction	02/04/06	Landmark Document Services	281.00
Non-standard/Outside Reproduction	02/10/06	Landmark Document Services	125.67
		<b>TOTAL NON-STANDARD/OUTSIDE REPRODUCTION</b>	<b>\$806.00</b>
Lexis/Nexis	02/06/06	Kahn MT	217.67
Lexis/Nexis	02/08/06	Zaltzman H	1,505.38
Lexis/Nexis	02/09/06	Zaltzman H	525.58
Lexis/Nexis	02/15/06	Kahn MT	617.00
Lexis/Nexis	02/16/06	Kahn MT	654.31
Lexis/Nexis	02/16/06	Zaltzman H	730.64
Lexis/Nexis	02/17/06	Zaltzman H	207.24
Lexis/Nexis	02/17/06	Stuart NL	17.18
		<b>TOTAL LEXIS/NEXIS</b>	<b>\$4,475.00</b>
Westlaw	02/03/06	Stuart NL	19.18
Westlaw	02/14/06	Stuart NL	65.71
Westlaw	02/14/06	Stuart NL	169.75
Westlaw	02/17/06	Stuart NL	9.59
Westlaw	02/21/06	Shivakumar D	483.40
Westlaw	02/22/06	Stuart NL	73.53
Westlaw	02/23/06	Stuart NL	37.84
		<b>TOTAL WESTLAW</b>	<b>\$859.00</b>

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

<b>Disbursement</b>	<b>Date</b>	<b>Vendor/Employee/Dept.</b>	<b>Amount</b>
Scanning Services	02/08/06	Flash Cab Co.	13.00
		<b>TOTAL SCANNING SERVICES</b>	<b>\$13.00</b>
Vendor Hosted Teleconferencing	02/09/06	InterCall, Inc.	590.00
		<b>TOTAL VENDOR HOSTED TELECONFERENCING</b>	<b>\$590.00</b>
Air/Rail Travel (external)	02/04/06	Kahn MT	36.04
Air/Rail Travel (external)	02/16/06	Butler, Jr. J	251.96
		<b>TOTAL AIR/RAIL TRAVEL (EXTERNAL)</b>	<b>\$288.00</b>
Out-of-Town Travel	02/01/06	Jin D	340.43
Out-of-Town Travel	02/01/06	Kahn MT	764.33
Out-of-Town Travel	02/01/06	Buckman K	40.00
Out-of-Town Travel	02/01/06	Scher S	43.45
Out-of-Town Travel	02/01/06	Jin D	40.00
Out-of-Town Travel	02/02/06	Buckman K	10.00
Out-of-Town Travel	02/02/06	Jin D	340.43
Out-of-Town Travel	02/02/06	Kahn MT	30.00
Out-of-Town Travel	02/02/06	Kahn MT	27.00
Out-of-Town Travel	02/02/06	Stuart NL	638.47
Out-of-Town Travel	02/02/06	Stuart NL	360.06
Out-of-Town Travel	02/02/06	Scher S	10.00
Out-of-Town Travel	02/03/06	Buckman K	1,021.30
Out-of-Town Travel	02/03/06	Buckman K	10.00
Out-of-Town Travel	02/03/06	Scher S	6.00
Out-of-Town Travel	02/03/06	Scher S	10.00
Out-of-Town Travel	02/03/06	Jin D	10.00
Out-of-Town Travel	02/03/06	Jin D	340.43
Out-of-Town Travel	02/04/06	Jin D	340.43
Out-of-Town Travel	02/04/06	Kahn MT	10.00
Out-of-Town Travel	02/04/06	Kahn MT	2,042.60
Out-of-Town Travel	02/04/06	Kahn MT	40.00
Out-of-Town Travel	02/05/06	Jin D	6.00

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

<b>Disbursement</b>	<b>Date</b>	<b>Vendor/Employee/Dept.</b>	<b>Amount</b>
Out-of-Town Travel	02/05/06	Jin D	340.43
Out-of-Town Travel	02/05/06	Scher S	10.50
Out-of-Town Travel	02/05/06	Kahn MT	5.00
Out-of-Town Travel	02/05/06	Kahn MT	5.00
Out-of-Town Travel	02/06/06	Jin D	340.43
Out-of-Town Travel	02/06/06	Kahn MT	6.00
Out-of-Town Travel	02/06/06	Kahn MT	7.00
Out-of-Town Travel	02/06/06	Kahn MT	4.00
Out-of-Town Travel	02/07/06	Scher S	9.50
Out-of-Town Travel	02/07/06	Jin D	340.43
Out-of-Town Travel	02/07/06	Kahn MT	8.00
Out-of-Town Travel	02/07/06	Kahn MT	7.00
Out-of-Town Travel	02/08/06	Kahn MT	5.00
Out-of-Town Travel	02/08/06	Kahn MT	6.00
Out-of-Town Travel	02/08/06	Jin D	340.43
Out-of-Town Travel	02/09/06	Jin D	340.43
Out-of-Town Travel	02/09/06	Kahn MT	9.00
Out-of-Town Travel	02/09/06	Kahn MT	8.00
Out-of-Town Travel	02/09/06	Kahn MT	8.00
Out-of-Town Travel	02/09/06	Kahn MT	7.00
Out-of-Town Travel	02/09/06	Kahn MT	7.00
Out-of-Town Travel	02/10/06	Scher S	14.00
Out-of-Town Travel	02/10/06	Jin D	340.43
Out-of-Town Travel	02/10/06	Buckman K	1,702.17
Out-of-Town Travel	02/10/06	Buckman K	18.00
Out-of-Town Travel	02/11/06	Scher S	11.00
Out-of-Town Travel	02/11/06	Jin D	340.43
Out-of-Town Travel	02/12/06	Scher S	8.00
Out-of-Town Travel	02/12/06	Jin D	22.00
Out-of-Town Travel	02/12/06	Buckman K	10.00
Out-of-Town Travel	02/13/06	Scher S	8.00
Out-of-Town Travel	02/13/06	Buckman K	86.00
Out-of-Town Travel	02/13/06	Buckman K	10.00
Out-of-Town Travel	02/14/06	Scher S	60.00

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

<b>Disbursement</b>	<b>Date</b>	<b>Vendor/Employee/Dept.</b>	<b>Amount</b>
Out-of-Town Travel	02/14/06	Scher S	4,425.63
Out-of-Town Travel	02/16/06	Hendrick D	7.00
Out-of-Town Travel	02/16/06	Hendrick D	205.00
Out-of-Town Travel	02/16/06	Hendrick D	7.00
Out-of-Town Travel	02/16/06	Buckman K	10.00
Out-of-Town Travel	02/16/06	Hendrick D	426.00
Out-of-Town Travel	02/16/06	Butler, Jr. J	64.34
Out-of-Town Travel	02/16/06	Butler, Jr. J	48.00
Out-of-Town Travel	02/16/06	Butler, Jr. J	124.71
Out-of-Town Travel	02/16/06	Butler, Jr. J	9.50
Out-of-Town Travel	02/17/06	Hendrick D	2,383.03
Out-of-Town Travel	02/17/06	Hendrick D	8.04
Out-of-Town Travel	02/17/06	Hendrick D	14.00
Out-of-Town Travel	02/17/06	Buckman K	10.00
Out-of-Town Travel	02/17/06	Buckman K	14.00
Out-of-Town Travel	02/17/06	Buckman K	2,384.28
Out-of-Town Travel	02/17/06	Hendrick D	5,787.36
Out-of-Town Travel	02/17/06	Hendrick D	34.00
Out-of-Town Travel	02/18/06	Hendrick D	25.00
		<b>TOTAL OUT-OF-TOWN TRAVEL</b>	<b>\$26,912.00</b>
Messengers/ Courier	02/07/06	Dist Serv/Mail/Page, D	14.83
Messengers/ Courier	02/12/06	United Parcel Service	58.55
Messengers/ Courier	02/19/06	United Parcel Service	7.31
Messengers/ Courier	02/26/06	United Parcel Service	7.31
		<b>TOTAL MESSENGERS/ COURIER</b>	<b>\$88.00</b>
Out-of-Town Meals	02/01/06	Zaltzman H	67.49
Out-of-Town Meals	02/01/06	Kahn MT	18.11
Out-of-Town Meals	02/01/06	Hendrick D	8.00
Out-of-Town Meals	02/01/06	Kahn MT	5.39
Out-of-Town Meals	02/01/06	Jin D	8.00
Out-of-Town Meals	02/01/06	Jin D	8.00
Out-of-Town Meals	02/01/06	Scher S	8.00
Out-of-Town Meals	02/01/06	Stuart NL	12.08

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

<b>Disbursement</b>	<b>Date</b>	<b>Vendor/Employee/Dept.</b>	<b>Amount</b>
Out-of-Town Meals	02/02/06	Buckman K	8.00
Out-of-Town Meals	02/02/06	Jin D	8.00
Out-of-Town Meals	02/02/06	Kahn MT	26.31
Out-of-Town Meals	02/02/06	Kahn MT	18.70
Out-of-Town Meals	02/02/06	Hendrick D	8.00
Out-of-Town Meals	02/02/06	Scher S	8.00
Out-of-Town Meals	02/02/06	Scher S	8.00
Out-of-Town Meals	02/02/06	Stuart NL	12.08
Out-of-Town Meals	02/02/06	Stuart NL	17.25
Out-of-Town Meals	02/02/06	Zaltzman H	46.81
Out-of-Town Meals	02/03/06	Buckman K	8.00
Out-of-Town Meals	02/03/06	Kahn MT	36.91
Out-of-Town Meals	02/03/06	Hendrick D	8.00
Out-of-Town Meals	02/03/06	Scher S	8.00
Out-of-Town Meals	02/04/06	Jin D	8.00
Out-of-Town Meals	02/04/06	Jin D	8.00
Out-of-Town Meals	02/04/06	Jin D	8.00
Out-of-Town Meals	02/04/06	Buckman K	8.00
Out-of-Town Meals	02/04/06	Buckman K	8.00
Out-of-Town Meals	02/04/06	Kahn MT	41.59
Out-of-Town Meals	02/04/06	Scher S	8.00
Out-of-Town Meals	02/04/06	Scher S	8.00
Out-of-Town Meals	02/04/06	Scher S	8.00
Out-of-Town Meals	02/05/06	Hendrick D	8.00
Out-of-Town Meals	02/05/06	Hendrick D	8.00
Out-of-Town Meals	02/05/06	Scher S	8.00
Out-of-Town Meals	02/05/06	Scher S	8.00
Out-of-Town Meals	02/05/06	Jin D	8.00
Out-of-Town Meals	02/05/06	Jin D	8.00
Out-of-Town Meals	02/05/06	Jin D	8.00
Out-of-Town Meals	02/05/06	Kahn MT	35.18
Out-of-Town Meals	02/05/06	Kahn MT	17.18
Out-of-Town Meals	02/05/06	Scher S	15.00
Out-of-Town Meals	02/06/06	Hendrick D	8.00

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

<b>Disbursement</b>	<b>Date</b>	<b>Vendor/Employee/Dept.</b>	<b>Amount</b>
Out-of-Town Meals	02/06/06	Hendrick D	15.00
Out-of-Town Meals	02/06/06	Kahn MT	25.94
Out-of-Town Meals	02/06/06	Jin D	8.00
Out-of-Town Meals	02/06/06	Buckman K	8.00
Out-of-Town Meals	02/06/06	Buckman K	15.00
Out-of-Town Meals	02/06/06	Scher S	15.00
Out-of-Town Meals	02/06/06	Scher S	8.00
Out-of-Town Meals	02/06/06	Jin D	8.00
Out-of-Town Meals	02/07/06	Scher S	8.00
Out-of-Town Meals	02/07/06	Hendrick D	8.00
Out-of-Town Meals	02/07/06	Jin D	8.00
Out-of-Town Meals	02/07/06	Buckman K	8.00
Out-of-Town Meals	02/08/06	Scher S	8.00
Out-of-Town Meals	02/08/06	Jin D	8.00
Out-of-Town Meals	02/08/06	Jin D	8.00
Out-of-Town Meals	02/08/06	Hendrick D	8.00
Out-of-Town Meals	02/08/06	Buckman K	8.00
Out-of-Town Meals	02/08/06	Kahn MT	10.01
Out-of-Town Meals	02/09/06	Jin D	8.00
Out-of-Town Meals	02/09/06	Scher S	8.00
Out-of-Town Meals	02/09/06	Hendrick D	8.00
Out-of-Town Meals	02/09/06	Buckman K	8.00
Out-of-Town Meals	02/09/06	Kahn MT	29.99
Out-of-Town Meals	02/10/06	Hendrick D	8.00
Out-of-Town Meals	02/10/06	Buckman K	8.00
Out-of-Town Meals	02/10/06	Jin D	8.00
Out-of-Town Meals	02/10/06	Scher S	8.00
Out-of-Town Meals	02/11/06	Scher S	15.00
Out-of-Town Meals	02/11/06	Scher S	8.00
Out-of-Town Meals	02/11/06	Scher S	8.00
Out-of-Town Meals	02/11/06	Jin D	8.00
Out-of-Town Meals	02/11/06	Jin D	8.00
Out-of-Town Meals	02/11/06	Jin D	8.00
Out-of-Town Meals	02/11/06	Hendrick D	8.00



**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

<b>Disbursement</b>	<b>Date</b>	<b>Vendor/Employee/Dept.</b>	<b>Amount</b>
Out-of-Town Meals	02/11/06	Hendrick D	15.00
Out-of-Town Meals	02/11/06	Buckman K	8.00
Out-of-Town Meals	02/11/06	Buckman K	15.00
Out-of-Town Meals	02/11/06	Buckman K	8.00
Out-of-Town Meals	02/11/06	Hendrick D	15.00
Out-of-Town Meals	02/11/06	Hendrick D	8.00
Out-of-Town Meals	02/12/06	Scher S	8.00
Out-of-Town Meals	02/12/06	Scher S	8.00
Out-of-Town Meals	02/12/06	Scher S	8.00
Out-of-Town Meals	02/12/06	Jin D	8.00
Out-of-Town Meals	02/12/06	Jin D	8.00
Out-of-Town Meals	02/12/06	Jin D	8.00
Out-of-Town Meals	02/12/06	Buckman K	8.00
Out-of-Town Meals	02/12/06	Buckman K	8.00
Out-of-Town Meals	02/12/06	Buckman K	8.00
Out-of-Town Meals	02/13/06	Scher S	8.00
Out-of-Town Meals	02/13/06	Hendrick D	8.00
Out-of-Town Meals	02/13/06	Buckman K	22.36
Out-of-Town Meals	02/13/06	Buckman K	8.00
Out-of-Town Meals	02/13/06	Buckman K	8.00
Out-of-Town Meals	02/13/06	Hendrick D	8.00
Out-of-Town Meals	02/14/06	Scher S	10.45
Out-of-Town Meals	02/14/06	Scher S	8.00
Out-of-Town Meals	02/14/06	Hendrick D	8.00
Out-of-Town Meals	02/14/06	Buckman K	8.00
Out-of-Town Meals	02/14/06	Buckman K	44.99
Out-of-Town Meals	02/14/06	Hendrick D	8.00
Out-of-Town Meals	02/15/06	Hendrick D	8.00
Out-of-Town Meals	02/15/06	Hendrick D	37.36
Out-of-Town Meals	02/15/06	Buckman K	8.00
Out-of-Town Meals	02/15/06	Hendrick D	37.36
Out-of-Town Meals	02/15/06	Hendrick D	8.00
Out-of-Town Meals	02/16/06	Butler, Jr. J	19.99
Out-of-Town Meals	02/16/06	Butler, Jr. J	10.50

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

<b>Disbursement</b>	<b>Date</b>	<b>Vendor/Employee/Dept.</b>	<b>Amount</b>
Out-of-Town Meals	02/16/06	Butler, Jr. J	48.97
Out-of-Town Meals	02/16/06	Hendrick D	15.00
Out-of-Town Meals	02/16/06	Hendrick D	8.00
Out-of-Town Meals	02/16/06	Hendrick D	8.00
Out-of-Town Meals	02/16/06	Hendrick D	15.00
Out-of-Town Meals	02/16/06	Buckman K	8.00
Out-of-Town Meals	02/16/06	Buckman K	15.00
Out-of-Town Meals	02/17/06	Hendrick D	8.00
Out-of-Town Meals	02/17/06	Buckman K	8.00
Out-of-Town Meals	02/17/06	Buckman K	15.00
Out-of-Town Meals	02/17/06	Hendrick D	8.00
Out-of-Town Meals	02/17/06	Hendrick D	8.00
Out-of-Town Meals	02/18/06	Hendrick D	8.00
Out-of-Town Meals	02/18/06	Hendrick D	8.00
Out-of-Town Meals	02/19/06	Buckman K	8.00
Out-of-Town Meals	02/19/06	Buckman K	8.00
		<b>TOTAL OUT-OF-TOWN MEALS</b>	<b>\$1,553.00</b>
Contracted Catering-NY	02/09/06	Butler, Jr. J	1,008.00
		<b>TOTAL CONTRACTED CATERING-NY</b>	<b>\$1,008.00</b>
Wireless - Mobile/Cellular/Pager	02/09/06	Meisler RE	1.00
		<b>TOTAL WIRELESS - MOBILE/CELLULAR/PAGER</b>	<b>\$1.00</b>
		<b>TOTAL MATTER</b>	<b>\$41,359.00</b>

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Delphi Corporation (DIP)  
Customer Matters (GM)

Bill Date: 04/30/06  
Bill Number: 1108601

NAME	DATE	HOURS	DESCRIPTION
BUTLER, JR. J	03/01/06	0.90	CONTINUE TO WORK ON GM NEGOTIATIONS INCLUDING MEETING WITH DELPHI SENIOR MANAGEMENT TEAM IN NEW YORK CITY (0.6); REVIEW PRESENTATION MATERIALS FROM GENERAL MOTORS (EMAIL FROM M. LUCAS) (0.3).
BUTLER, JR. J	03/02/06	1.40	REVIEW AND FINALIZE STATEMENT TO BE FILED RE: GM REQUEST TO BE ADDED TO CREDITORS' COMMITTEE (0.8); CONTINUE TO REVIEW EXECUTORY CONTRACT MOTION AND RELATED PLEADINGS (0.6).
BUTLER, JR. J	03/03/06	0.30	FOLLOW-UP ON GM SOURCING DECISION INCLUDING EMAILS WITH R. O'NEAL AND D. RESNICK (0.3).
BUTLER, JR. J	03/07/06	0.90	PREPARE FOR MARCH 8TH SENIOR LEADERSHIP MEETING BETWEEN DELPHI AND GM SENIOR LEADERSHIP IN NEW YORK CITY (0.6); REVIEW SIDE-BY-SIDE DEAL COMPARISON (0.3).
BUTLER, JR. J	03/08/06	2.50	PREPARE FOR (0.7) AND ATTEND (1.8) MEETING BETWEEN DELPHI AND GM SENIOR LEADERSHIP IN NEW YORK CITY.
BUTLER, JR. J	03/09/06	0.80	FOLLOW-UP ON MARCH 8TH MEETING BETWEEN DELPHI AND GM SENIOR LEADERSHIP IN NEW YORK CITY INCLUDING EMAILS FROM/TO S. MILLER AND D. RESNICK (0.8).
BUTLER, JR. J	03/10/06	0.30	EMAIL FROM R. O'NEAL RE POS MATTERS AND FOLLOW-UP ON SAME (0.3).
BUTLER, JR. J	03/12/06	0.70	REVIEW AND CONSIDER DRAFT GM TERMSHEET (0.4); PREPARE FOR MARCH 13TH SENIOR LEADERSHIP MEETING BETWEEN GM AND DELPHI REPRESENTATIVES IN DETROIT (0.3).
BUTLER, JR. J	03/13/06	3.80	PREPARE FOR (0.7) AND PARTICIPATE IN (2.8) SENIOR LEADERSHIP BETWEEN GM AND DELPHI REPRESENTATIVES IN DETROIT; PREPARE FOR MARCH 14TH SENIOR LEADERSHIP MEETING BETWEEN GM AND DELPHI REPRESENTATIVES IN TROY (0.3).
BUTLER, JR. J	03/14/06	6.80	PREPARE FOR (0.6) AND PARTICIPATE (INCLUDING RECESSES AND MANAGEMENT BREAKOUTS) IN (5.8) SENIOR LEADERSHIP MEETING BETWEEN GM AND DELPHI REPRESENTATIVES IN TROY; PREPARE FOR MARCH 15TH SENIOR LEADERSHIP MEETING BETWEEN GM AND DELPHI REPRESENTATIVES IN TROY (0.4).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

BUTLER, JR. J	03/15/06	4.10	PREPARE FOR (0.4) AND PARTICIPATE (INCLUDING RECESSES AND MANAGEMENT BREAKOUTS) IN (1.7) SENIOR LEADERSHIP MEETING BETWEEN GM AND DELPHI REPRESENTATIVES IN TROY; REVIEW GM SETTLEMENT TERMSHEETS AND PRESENTATION MATERIALS (1.9); POST-MEETING FOLLOW-UP WITH D. RESNICK AND SENIOR MANAGEMENR (0.4).
BUTLER, JR. J	03/16/06	2.20	FOLLOW-UP ON MARCH 15TH SENIOR LEADERSHIP MEETING BETWEEN GM AND DELPHI REPRESENTATIVES IN TROY INCLUDING TELECONFERENCE WITH M. BIENENSTOCK (0.3); REVIEW AND REVISE PRESENTATION MATERIALS (1.3); CONFERENCES WTIH K. BUTLER ET AL RE SAME (0.6).
BUTLER, JR. J	03/19/06	2.10	PREPARE FOR (0.3) AND PARTICIPATE IN MANAGEMENT TELECONFERENCE WITH S. MILLER, R. O'NEAL, D. WOHLLEN, D. RESNICK AND OTHERS RE: STRATEGIC DISCUSSION OF BM TERMSHEET (1.8).
BUTLER, JR. J	03/20/06	0.40	PREPARE FOR (0.2) AND PARTICIPATE IN MANAGEMENT MEETING AT COMPANY WITH S. MILLER, R. O'NEAL, AND OTHERS RE: STRATEGIC DISCUSSION OF GM TERMSHEET (0.2).
BUTLER, JR. J	03/23/06	0.80	PREPARE FOR MARCH 24TH SENIOR LEADERSHIP MEETING BETWEEN GM AND DELPHI REPRESENTATIVES IN TROY (0.8).
BUTLER, JR. J	03/24/06	3.30	PREPARE FOR (0.5) AND PARTICIPATE (INCLUDING RECESSES AND MANAGEMENT BREAKOUTS) IN (1.8) SENIOR LEADERSHIP MEETING BETWEEN GM AND DELPHI REPRESENTATIVES IN TROY; REVIEW AND COMMENT ON CREDITORS' COMMITTEE 2004 MOTION RE GM (0.7); TELECONFERENCE WITH R. ROSENBERG RE SAME (0.3).
BUTLER, JR. J	03/25/06	1.40	BEGIN TO REVIEW AND COMMENT ON REVISED GM LOSS CONTRACT REJECION PLEADINGS (1.4).
BUTLER, JR. J	03/26/06	1.50	CONTINUE TO REVIEW AND COMMENT ON GM LOSS CONTRACT REJECTION PLEADINGS INCLUDING REVIEW OF S. CORCORAN COMMENTS (0.8); PREPARE FOR (0.2) AND PARTICIPATE IN (0.5) WORKING GROUP TELECONFERENCE RE: SAME.
BUTLER, JR. J	03/27/06	1.40	PREPARE FOR MARCH 28TH SENIOR LEADERSHIP MEETING BETWEEN DELPHI AND GM WITH MANAGEMENT TEAM AT COMPANY IN TROY (0.8); CONTINUE TO REVIEW AND COMMENT ON GM LOSS CONTRACT REJECTION PLEADINGS (0.6).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

BUTLER, JR. J	03/28/06	2.20	CONTINUE TO PREPARE FOR PROBABLE MARCH 31ST FILING OF GM CONTRACT REJECTION MOTION INCLUDING REVIEW AND COMMENT ON MAJOR PLEADING MATTERS WITH FILING TEAM (1.3) AND CONFERENCE WITH SENIOR MANAGEMENT AT COMPANY IN TROY (0.9).
BUTLER, JR. J	03/29/06	1.20	CONTINUE TO REVIEW AND COMMENT ON GM LOSS CONTRACT REJECTION PLEADINGS (1.2).
BUTLER, JR. J	03/30/06	0.90	CONTINUE TO REVIEW AND COMMENT ON GM LOSS CONTRACT REJECTION PLEADINGS (0.9).
BUTLER, JR. J	03/31/06	2.30	TELECONFERENCE WITH S. CORCORAN RE: PRICE-DOWN LETTER (0.2); REVIEW AND FINALIZE GM LOSS CONTRACT REJECTION PLEADINGS (1.3); PREPARE FOR (0.2) AND ATTEND MEETINGS AT COMPANY WITH S. MILLER, R. O'NEAL AND OTHERS RE: GM MATTERS (0.6).

**42.20**

COCHRAN EL	03/05/06	1.60	REVIEW REVISED GM TERM SHEET (1.6).
COCHRAN EL	03/06/06	2.90	REVIEW REVISED GM TERM SHEET (2.9).
COCHRAN EL	03/08/06	0.70	REVIEW GM ISSUES (0.7).
COCHRAN EL	03/09/06	1.80	REVIEW ISSUES RELATING TO TERM SHEET AND ATTRITION PLAN (1.8).
COCHRAN EL	03/10/06	2.10	PARTICIPATE IN TELECONFERENCE WITH A. PASCHRIKA, S. CORCORAN ON TERM SHEET; REVIEW ISSUES (2.1).
COCHRAN EL	03/11/06	9.10	TELECONFERENCE WITH S. CORCORAN, A. PASRICHKA, B. SHAW, D. RESNICK RE: GM TERM SHEET (2.6); REDRAFTED GM TERM SHEET (6.5).
COCHRAN EL	03/12/06	3.90	TELECONFERENCE WITH S. CORCORAN, A. PASRICHKA RE: TERM SHEET (1.6); REDRAFTED GM TERM SHEET (2.3).
COCHRAN EL	03/20/06	1.10	REVIEW GM PRESENTATION (1.1).

**23.20**

LYONS JK	03/06/06	1.80	REVIEW AND REVISIONS TO GM NILES TERM SHEET AND CONFERENCE WITH CLIENT RE: THE SAME (1.8).
LYONS JK	03/07/06	2.60	REVIEW OF GM NILES TERM SHEET PROPOSED BY GM, CONFERENCES WITH CLIENT RE: THE SAME AND CONFERENCES WITH HONIGMAN (2.6).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

LYONS JK	03/08/06	3.50	REVIEW AND REVISIONS TO GM NILES TERM SHEET AND SEVERAL CONFERENCES WITH CLIENT AND HONIGMAN RE: THE SAME (3.5).
		<b>7.90</b>	
MARAFIOTI KA	03/01/06	1.20	REVIEW CORRESPONDENCE RE: GM SETOFF MEDIATION (0.6); ANALYZE SAME (0.2); TELECONFERENCE WITH M. BROUDE RE: SAME (0.1); CORRESPONDENCE S. CORCORAN AND FTI RE: SAME (0.3).
MARAFIOTI KA	03/02/06	0.20	CORRESPONDENCE RE: GM LOSS CONTRACTS (0.1); CORRESPONDENCE RE: GM SETOFF (0.1).
MARAFIOTI KA	03/06/06	2.70	REVIEW CORRESPONDENCE RE: GM (0.1); REVIEWED TERM SHEET AND COMPARATIVE TERM SHEET (2.5); TELECONFERENCE WITH J. TENNENBAUM RE: APPALOOSA (0.1).
MARAFIOTI KA	03/08/06	2.10	TELECONFERENCE WITH S. CORCORAN RE: GM (0.1); REVIEW ATTRITION PLAN PROPOSAL (0.3); MEETING AT ROTHSCHILD WITH S. CORCORAN, A.L PASRICHA, D. WHOLEEN, B. DELLINGER, S. SALRIN (1.7).
MARAFIOTI KA	03/10/06	3.80	GM CORRESPONDENCE RE: STRATEGY (0.3); TELECONFERENCE WITH A. PASRICHA, S. CORCORAN RE: GM ISSUES (1.0); ANALYZE EMPLOYEE MATTERS AGREEMENT (0.9); WORK ON ISSUES RE: GM LOSS CONTRACTS (1.6).
MARAFIOTI KA	03/12/06	1.50	TELECONFERENCE RE: GM TERM SHEET WITH A. PASRICHA, S. CORCORAN (1.5).
MARAFIOTI KA	03/13/06	2.80	CORRESPONDENCE RE: GM STRATEGY (0.1); REVIEW MEMO RE: OBLIGATIONS FROM GM UPON FLOWBACK (0.4); ANALYZE GM ISSUES (0.5); CORRESPONDENCE TO FTI AND TELECONFERENCE WITH R. EISENBERG RE: GM CLAIMS (0.2); ANALYZE SAME (0.8); REPORT ON RESEARCH (0.8).
MARAFIOTI KA	03/14/06	2.30	TELECONFERENCE WITH S. CORCORAN RE: GM (0.2); REVIEW TOLLING AGREEMENT AND DIP ORDERS AND CALL S. CORCORAN RE: SAME (1.5); REVIEW AND REVISE MEMO RE: FLOWBACK ISSUES (0.6).
MARAFIOTI KA	03/15/06	2.40	REVIEW MEMO RE: GM CLAIMS (1.6); REVIEW CORRESPONDENCE (0.1); TELECONFERENCE WITH S. CORCORAN RE: GM AND DIP EXTENSION AGREEMENT (0.2); REVISE MEMO RE: GM CLAIMS (0.5).
MARAFIOTI KA	03/20/06	0.90	TELECONFERENCES WITH CLIENT AND FTI RE: GM LOSS CONTRACTS (0.9).
MARAFIOTI KA	03/22/06	0.30	REVIEW GM PROPOSALS (0.3).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

MARAFIOTI KA	03/23/06	0.20	ANALYZE GM SETOFF ISSUES (0.2).
MARAFIOTI KA	03/24/06	0.40	TELECONFERENCE WITH M. WILLIAMS AND S. CORCORAN (0.2); ADDITIONAL TELECONFERENCE WITH S. CORCORAN (0.2).
MARAFIOTI KA	03/26/06	2.00	WORK ON MOTION TO REJECT LOSS CONTRACTS (1.5) AND RELATED ORDER (0.3); CORRESPONDENCE LOSS CONTRACTS (0.2).
MARAFIOTI KA	03/28/06	0.40	WORK ON LOSS CONTRACT MOTION (0.4).
MARAFIOTI KA	03/30/06	2.00	TELECONFERENCES WITH J. SEGAL (0.2); CORRESPONDENCE TO F. KUPLICKI (0.1); TELECONFERENCE WITH M. KESSLER RE: ATTRITION PROGRAM (0.2); REVIEW AND REVISE EISENBERG DECLARATION (1.3) AND ORDER RE: LOSS CONTRACTS (0.2).
MARAFIOTI KA	03/31/06	6.80	FINALIZE LOSS CONTRACTS MOTION (3.1); NOTICE OF MOTION (0.2); ORDER (0.5) AND DECLARATION OF EISENBERG (2.8); CORRESPONDENCE TO WEIL GOTSHAL (0.2).

**32.00**

SPRINGER DE	03/24/06	1.00	REVIEW AND COMMENT LOSS CONTRACTS MOTION (1.0).
SPRINGER DE	03/25/06	1.10	REVIEW AND COMMENT LOSS CONTRACTS MOTION (1.1).
SPRINGER DE	03/27/06	0.80	REVIEW AND COMMENT LOSS CONTRACTS MOTION (0.8).
SPRINGER DE	03/28/06	1.50	REVIEW AND COMMENT ON LOSS CONTRACTS MOTION (1.5).
SPRINGER DE	03/29/06	1.60	REVIEW LOSS CONTRACTS MOTION AND SUPPORTING DECLARATION (1.6).
SPRINGER DE	03/30/06	2.40	SENIOR STAFF CONFERENCES RE: GM LOSS CONTRACTS MOTION (1.1); REVIEW AND REVISE LOSS CONTRACTS MOTION (1.3).
SPRINGER DE	03/31/06	1.10	REVIEW GM LOSS CONTRACTS MOTION AS FILED AND SUPPORTING DECLARATION (1.1).

**9.50**

**Total Partner 114.80**

MATZ TJ	03/27/06	0.30	REVIEW UCC MOTION RE: 2004 EXAMINATION OF GM (0.3).
MATZ TJ	03/28/06	1.90	REVIEW AND COMMENT ON GM LOSS CONTRACTS MOTION (1.6); CONTINUING WORK ON GM CLAIMS AND SUMMARY RE: SAME (0.3).

**2.20**